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B&A Buys & Associates, Inc.
Environmental Consultants

P.O. Box 164
Wellington, Utah 84542
435/637-4075 435/719-2019 Fax

March 21, 2005

Mrs. Diana Whitney
State of Utah
Division of Oil Gas and Mining
P.O. Box 145801
Salt Lake City, Utah 84114-5801

RE: Application for Permit to Drill—Dominion Exploration & Production, Inc.
HCU 1-32F2, 889 FNL, 819' FEL, NE/4 NE/4,
Section 32, T10S, R20E, SLB&M, Uintah County, Utah

Dear Mrs. Whitney:

On behalf of Dominion Exploration & Production, Inc. (Dominion), Buys & Associates, Inc. respectfully submits the enclosed original and one copy of the *Application for Permit to Drill (APD)* for the above referenced well. Included with the APD is the following supplemental information:

Exhibit "A" - Survey plats, layouts and photos of the proposed well site;

Exhibit "B" - Proposed location maps with access and utility corridors;

Exhibit "C" - Production site layout;

Exhibit "D" - Drilling Plan;

Exhibit "E" - Surface Use Plan;

Exhibit "F" - Typical BOP and Choke Manifold diagram.

Please accept this letter as Dominion's, written request for confidential treatment of all information contained in and pertaining to this application.

Thank you very much for your timely consideration of this application. Please feel free to contact myself or Carla Christian of Dominion at 405-749-5263 if you have any questions or need additional information.

Sincerely,

Don Hamilton
Don Hamilton
Agent for Dominion

cc: Fluid Mineral Group, BLM—Vernal Field Office
Amanda Mart, BIA—Uintah and Ouray Agency
Carla Christian, Dominion
Marty Buys, Buys & Associates, Inc.

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DIV. OF OIL, GAS & MINING

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STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 3

AMENDED REPORT ☐
(highlight changes)

APPLICATION FOR PERMIT TO DRILL

5. MINERAL LEASE NO: ML-22313-2	6. SURFACE: Indian
7. IF INDIAN, ALLOTTEE OR TRIBE NAME: Ute Indian Tribe	
8. UNIT or CA AGREEMENT NAME: Hill Creek Unit	
9. WELL NAME and NUMBER: HCU 1-32F2	
10. FIELD AND POOL, OR WILDCAT: Natural Buttes	
11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NENE 32 10 20 S	
12. COUNTY: Uintah	13. STATE: UTAH

1A. TYPE OF WORK: DRILL ☑ REENTER ☐ DEEPEN ☐

B. TYPE OF WELL: OIL ☐ GAS ☑ OTHER _____ SINGLE ZONE ☑ MULTIPLE ZONE ☐

2. NAME OF OPERATOR: Dominion Exploration & Production, Inc.

3. ADDRESS OF OPERATOR: 14000 Quail Sp Pkwy CITY Oklahoma City STATE OK ZIP 73134

PHONE NUMBER: (405) 749-5263

4. LOCATION OF WELL (FOOTAGES)

AT SURFACE: 889' FNL, 819' FEL 612705X 39.908482

AT PROPOSED PRODUCING ZONE: 889' FNL, 819' FEL 4418222Y -109.681458

14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE: 12.43 miles South of Ouray, Utah

15. DISTANCE TO NEAREST PROPERTY OR LEASE LINE (FEET)	16. NUMBER OF ACRES IN LEASE:	17. NUMBER OF ACRES ASSIGNED TO THIS WELL:
550'	640	40
18. DISTANCE TO NEAREST WELL (DRILLING, COMPLETED, OR APPLIED FOR) ON THIS LEASE (FEET)	**19. PROPOSED DEPTH:**	**20. BOND DESCRIPTION:**
1,400'	8,050	SITLA Blanket 76S 63050 361
21. ELEVATIONS (SHOW WHETHER DF, RT, GR, ETC.):	**22. APPROXIMATE DATE WORK WILL START:**	**23. ESTIMATED DURATION:**
5,234'	7/1/2005	14 days

24. **PROPOSED CASING AND CEMENTING PROGRAM**

SIZE OF HOLE	CASING SIZE, GRADE, AND WEIGHT PER FOOT	SETTING DEPTH	CEMENT TYPE, QUANTITY, YIELD, AND SLURRY WEIGHT
12-1/4"	8-5/8" J-55 ST 32#	2,000	see Drilling Plan 252/219/100
7-7/8"	5-1/2" Mav 80 L 17#	8,050	see Drilling Plan 160/435

ORIGINAL

25. **ATTACHMENTS**

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VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES:

☑ WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER

☐ EVIDENCE OF DIVISION OF WATER RIGHTS APPROVAL FOR USE OF WATER

☑ COMPLETE DRILLING PLAN

☐ FORM 5, IF OPERATOR IS PERSON OR COMPANY OTHER THAN THE LEASE OWNER

NAME (PLEASE PRINT) Don Hamilton TITLE Agent for Dominion Exploration & Production, Inc.

SIGNATURE Don Hamilton DATE 3/21/2005

(This space for State use only)

API NUMBER ASSIGNED: 43-047-36441

Approved by the Utah Division of Oil, Gas and Mining

Date: 03-29-05

By:

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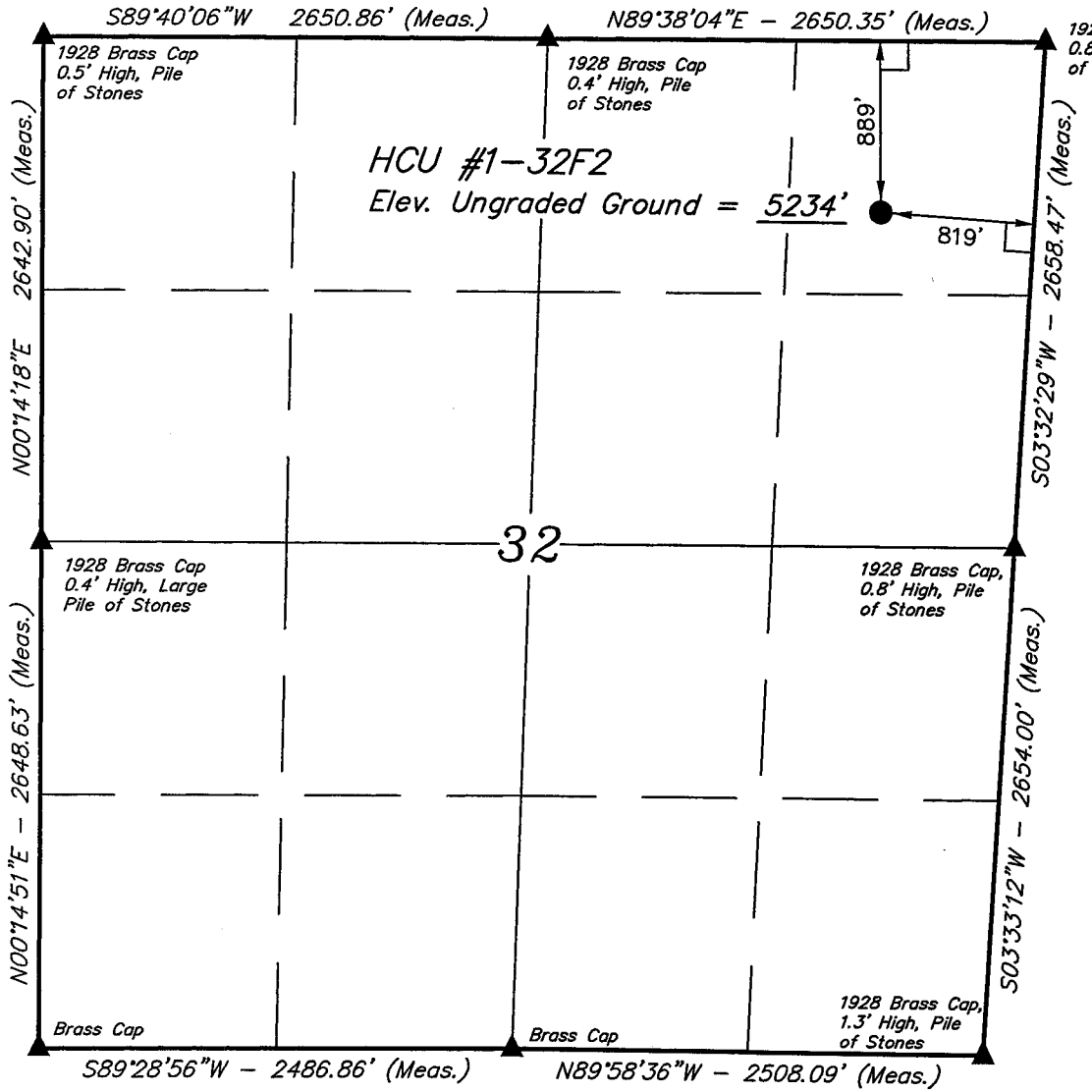
DIV. OF OIL, GAS & MINING

(11/2001) (See Instructions on Reverse Side)

T10S, R20E, S.L.B.&M.



DOMINION EXPLR. & PROD., INC.

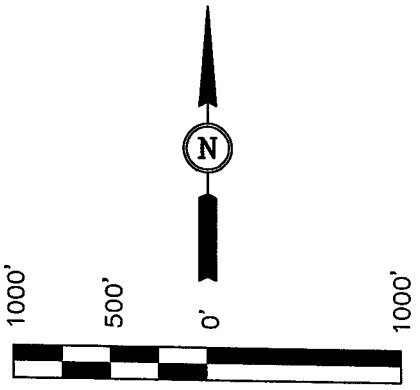
Well location, HCU #1-32F2, located as shown in the NE 1/4 NE 1/4 of Section 32, T10S, R20E, S.L.B.&M. Uintah County Utah.

BASIS OF ELEVATION

SPOT ELEVATION LOCATED AT THE SOUTHWEST CORNER OF SECTION 20, T10S, R20E, S.L.B.&M. TAKEN FROM THE BIG PACK MTN. NW, QUADRANGLE, UTAH, UINTAH COUNTY 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 5251 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



SCALE

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

ROBERT L. KAY
REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

LEGEND:

- └ = 90° SYMBOL
- ● = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.

(NAD 83)
LATITUDE = 39°54'30.57" (39.908492)
LONGITUDE = 109°40'55.77" (109.682158)
(NAD 27)
LATITUDE = 39°54'30.70" (39.908528)
LONGITUDE = 109°40'53.28" (109.681467)

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

SCALE: 1" = 1000'	DATE SURVEYED: 01-24-05	DATE DRAWN: 02-01-05
PARTY: S.H. L.M. D.R.B.	REFERENCES: G.L.O. PLAT	
WEATHER: COLD	FILE: QUESTAR EXPLR. & PROD.	

DRILLING PLAN

APPROVAL OF OPERATIONS

Attachment for Permit to Drill

Name of Operator:	Dominion Exploration & Production
Address:	14000 Quail Springs Parkway, Suite 600
	Oklahoma City, OK 73134
Well Location:	HCU 1-32F2
	889' FNL & 819' FEL
	Section 32-10S-20E
	Uintah County, UT

1. GEOLOGIC SURFACE FORMATION — Uintah

2. ESTIMATED DEPTHS OF IMPORTANT GEOLOGIC MARKERS

Formation	Depth
Wasatach Tongue	3,680'
Uteland Limestone	4,050'
Wasatch	4,200'
Chapita Wells	5,110'
Uteland Buttes	6,340'
Mesaverde	7,250'

3. ESTIMATED DEPTHS OF ANTICIPATED WATER, OIL, GAS OR MINERALS

Formation	Depth	Type
Wasatch Tongue	3,680'	Oil
Uteland Limestone	4,050'	Oil
Wasatch	4,200'	Gas
Chapita Wells	5,110'	Gas
Uteland Buttes	6,340'	Gas
Mesaverde	7,250'	Gas

4. PROPOSED CASING PROGRAM

All casing used to drill this well will be new casing.

Type	Size	Weight	Grade	Conn.	Top	Bottom	Hole
Surface	8-5/8"	32.0 ppf	J-55	STC	0'	2,000'	12-1/4"
Production	5-1/2"	17.0 ppf	MAV-80	LTC	0'	8,050'	7-7/8"

Note: The drilled depth of the surface hole and the setting depth of the surface casing may vary from 1,700' to 2,000'. Should a lost circulation zone be encountered while drilling, casing will be set approximately 300' below the lost circulation zone. If no lost circulation zone is encountered, casing to be set at 2,000'±.

DRILLING PLAN

APPROVAL OF OPERATIONS

5. OPERATOR'S MINIMUM SPECIFICATIONS FOR PRESSURE CONTROL

Surface hole: No BOPE will be utilized. Air foam mist, rotating head and diverter system will be utilized.
Production hole: Prior to drilling out the surface casing shoe, 3,000 psi or greater BOP equipment will be installed. The pipe rams will be operated at least once per day from intermediate casing to total depth. The blind rams will be tested once per day from intermediate casing to total depth if operations permit.

A diagram of the planned BOP equipment for normal drilling operations in this area is attached. As denoted there will be two valves and one check valve on the kill line, two valves on the choke line, and two adjustable chokes on the manifold system. The BOP "stack" will consist of two BOP rams (1 pipe, 1 blind) and one annular type preventer, all rated to a minimum of 3,000 psi working pressure.

The BOP equipment will be pressure tested prior to drilling below the intermediate casing shoe. All test pressures will be maintained for fifteen (15) minutes without any significant pressure decrease. Clear water will be circulated into the BOP stack and lines prior to pressure testing. The following test pressures will be used as a minimum for various equipment items.

1.	Annular BOP	1,500 psi
2.	Ram type BOP	3,000 psi
3.	Kill line valves	3,000 psi
4.	Choke line valves and choke manifold valves	3,000 psi
5.	Chokes	3,000 psi
6.	Casing, casinghead & weld	1,500 psi
7.	Upper kelly cock and safety valve	3,000 psi
8.	Dart valve	3,000 psi

6. MUD SYSTEMS

- An air or an air/mist system may be used to drill to drill the surface hole until water influx becomes too great.
- KCL mud system will be used to drill well.

Depths	Mud Weight (ppg)	Mud System
0' – 2,000'	8.4	Air foam mist, rotating head and diverter
2,000' – 8,050'	8.6	Fresh water/2% KCL/KCL mud system

7. BLOOIE LINE

- An automatic igniter will not be installed on blooie line. The blooie will have a contant ignition source.
- A "target tee" connection will be installed on blooie line for 90° change of directions for abrasion resistance.
- "Target tee" connections will be a minimum of 50' from wellhead.
- The blooie line discharge will be a minimum of 100' from the wellhead.

8. AUXILIARY EQUIPMENT TO BE USED

a. Kelly cock.
b. Full opening valve with drill pipe connection will be kept on floor. Valve will be used when the kelly is not in string.

9. TESTING, LOGGING, AND CORING PROGRAMS TO BE FOLLOWED

- A drillstem test in the Wasatch Tongue is possible.
- One electric line wire-log will be run from total depth to surface casing.
- The gamma ray will be left on to record from total depth to surface casing.
- Other log curves (resistivities, porosity, and caliper) will record from total depth to surface casing.
- A dipmeter, percussion cores, or rotary cores may be run over selected intervals.

10. ANTICIPATED ABNORMAL PRESSURES OR TEMPERATURES EXPECTED

- Expected BHP 1,500–2,000 psi (lower than normal pressure gradient).
- No abnormal temperature or pressures are anticipated.
- The formations to be penetrated do not contain known H2S gas.

DRILLING PLAN

APPROVAL OF OPERATIONS

11. WATER SUPPLY
- No water pipelines will be laid for this well.
- No water well will be drilled for this well.
- Drilling water for this will be hauled on the road(s) shown in Attachment No. 3.
- Water will be hauled from: Water Permit # 43-10447 Section 9, Township 8 South, Range 20 East

12. CEMENT SYSTEMS

a. Surface Cement:
- Drill 12-1/4" hole to 2,000'±, run and cement 8-5/8" to surface (depth to vary based on depth of lost circulation zone).
- Pump 20 bbls lightly weighted water spacer followed by 5 bbls fresh water. Displace with any available water.
- Casing to be run with: a) guide shoe b) insert float c) three (3) centralizers, one on each of first 3 joints d) stop ring for plug two joints off bottom e) bottom three joints thread locked f) pump job with bottom plug only.
- Cement the casing annulus to surface. Top out jobs to be performed if needed. Depending to depth of top of cement in the annulus, a 1" tubing string may or may not be utilized.

Type	Sacks	Interval	Density	Yield	Hole Volume	Cement Volume	Excess
Lead	252	0'–1,500'	11.0 ppg	3.82 CFS	619 CF	835 CF	35%
Tail	219	1,500'–2,000'	15.6 ppg	1.18 CFS	220 CF	297 CF	35%
Top Out	100	0'-200'	15.6 ppg	1.18 CFS	95 CF	118 CF	24% (if required)

Lead Mix: Premium Plus V blend. Blend includes Class "G" cement, gel, salt, gilsonite.
Slurry yield: 3.82 cf/sack Slurry weight: 11.00 #/gal.
Water requirement: 22.95 gal/sack

Tail Mix: Class "G" Cement, 1/4 lb/sk Cellophane Flakes + 2% bwoc Calcium Chloride + 44.3% fresh water.
Slurry yield: 1.18 cf/sack Slurry weight: 15.60 #/gal.
Water requirement: 5.2 gal/sack

Top Out: Class "G" Cement, 1/4 lb/sk Cellophane Flakes + 2% bwoc Calcium Chloride + 44.3% fresh water.
Slurry yield: 1.18 cf/sack Slurry weight: 15.60 #/gal.
Water requirement: 5.2 gal/sack

c. Production Casing Cement:
- Drill 7-7/8" hole to 8,050'±, run and cement 5 1/2".
- Cement interface is at 4,000', which is typically 500'-1,000' above shallowest pay.
- Pump 20 bbl Mud Clean II unweighted spacer, followed by 20 Bbls fresh H20 spacer.
- Displace with 3% KCL.

Type	Sacks	Interval	Density	Yield	Hole Volume	Cement Volume	Excess
Lead	160	3,700'–4,700'	11.5 ppg	3.12 CFS	175 CF	350 CF	100%
Tail	435	4,700'–8,050'	13.0 ppg	1.75 CFS	473 CF	946 CF	100%

Note: A caliper log will be ran to determine cement volume requirements.

Lead Mix: Halliburton Prem Plus V blend. Blend includes Class "C" cement, gel, salt, gilsonite, EX-1 and HR-7.
Slurry yield: 3.12 cf/sack Slurry weight: 11.60 #/gal.
Water requirement: 17.71 gal/sack
Compressives @ 130^{0}F: 157 psi after 24 hours

Tail Mix: Halliburton HLC blend (Prem Plus V/JB flyash). Blend includes Class "G" cement, KCl, EX-1, Halad 322, & HR-5.
Slurry yield: 1.75 cf/sack Slurry weight: 13.00 #/gal.
Water requirement: 9.09 gal/sack
Compressives @ 165^{0}F: 905 psi after 24 hours

13. ANTICIPATED STARTING DATE AND DURATION OF THE OPERATIONS
Starting Date: July 1, 2005
Duration: 14 Days

SURFACE USE PLAN

CONDITIONS OF APPROVAL

Attachment for Permit to Drill

Name of Operator:	Dominion Exploration & Production
Address:	14000 Quail Springs Parkway, Suite 600
	Oklahoma City, OK 73134
Well Location:	HCU 1-32F2
	889' FNL & 819' FEL
	Section 32-10S-20E
	Uintah County, UT

The referenced well is located on Ute Indian Tribe surface, Ute Indian Tribe surface use must be obtained prior to any surface disturbing activities and is being requested through a Rihgt-of-Way application since all activities will be located within the Hill Creek Federal Unit boundary.

The dirt contractor will be provided with an approved copy of the surface use plan of operations before initiating construction.

The onsite inspection for the referenced well is pending at this time.

1. Existing Roads:

   a. The proposed well site is located approximately 12.43 miles south of Ouray, UT.

   b. Directions to the proposed well site have been attached at the end of Exhibit B.

   c. The use of roads under State and County Road Department maintenance are necessary to access the Hill Creek Unit. However, an encroachment permit is not anticipated since no upgrades to the State or County Road system are proposed at this time.

   d. All existing roads will be maintained and kept in good repair during all phases of operation.

   e. Vehicle operators will obey posted speed restrictions and observe safe speeds commensurate with road and weather conditions.

   f. Since no improvements are anticipated to the State, County, Tribal or BLM access roads no topsoil striping will occur.

   g. An off-lease federal Right-of-Way is not anticipated for the access road or utility corridor since both are located within the existing Hill Creek Unit boundary.

2. Planned Access Roads:

a. From the proposed road that will access the HCU 7-32F an access is proposed trending north approximately 0.25 miles to the proposed well site. The access consists of entirely new disturbance and crosses no significant drainages. A road design plan is not anticipated at this time.

b. The proposed access road will consist of a 14' travel surface within a 30' disturbed area.

c. State approval to construct and utilize the proposed access road is requested with this application.

d. Tribal approval to construct and utilize the proposed access road will be requested after the onsite visit with a Right-of-Way application.

e. A maximum grade of 10% will be maintained throughout the project with no cuts and fills required to access the well.

f. No turnouts are proposed since the access road is only 0.25 miles long and adequate site distance exists in all directions.

g. No culverts or low water crossings are anticipated. Adequate drainage structures will be incorporated into the road.

h. No surfacing material will come from federal or Indian lands.

i. No gates or cattle guards are anticipated at this time.

j. Surface disturbance and vehicular travel will be limited to the approved location access road.

k. All access roads and surface disturbing activities will conform to the standards outlined in the Bureau of Land Management and Forest Service publication: Surface Operating Standards for Oil and Gas Exploration and Development, (1989).

l. The operator will be responsible for all maintenance of the access road including drainage structures.

3. Location of Existing Wells:

a. Following is a list of existing wells within a one mile radius of the proposed well:

i.	Water wells	None
ii.	Injection wells	None
iii.	Disposal wells	None
iv.	Drilling wells	None
v.	Temp. shut-in wells	None
vi.	Producing wells	5
vii.	Abandon wells	1

b. Exhibit B has a map reflecting these wells within a one mile radius of the proposed well.

4. Location of Production Facilities:

a. All permanent structures will be painted a flat, non-reflective Desert Brown to match the standard environmental colors. All facilities will be painted within six months of installation. Facilities required to comply with the Occupational Safety and Health Act (OSHA) may be excluded.

b. Site security guidelines identified in 43 CFR 3163.7-5 and Onshore Oil and Gas Order No. 3 will be adhered to.

c. A gas meter run will be constructed and located on lease within 500 feet of the wellhead. Meter runs will be housed and/or fenced. All gas production and measurement shall comply with the provisions of 43 CFR 3162. 7-3, Onshore Oil and Gas Order No. 5, and American Gas Association (AGA) Report No. 3.

d. A tank battery will be constructed on this location; it will be surrounded by a dike of sufficient capacity to contain the storage capacity of the largest tank. All loading lines and valves will be placed inside the berm surrounding the tank battery. All liquid hydrocarbons production and measurement shall conform to the provisions of 43 CFR 3162.7-3 and Onshore Oil and Gas Order No. 4 and Onshore Oil and Gas Order No. 5 for natural gas production and measurement.

e. Any necessary pits will be properly fenced to prevent any wildlife and livestock entry.

f. All access roads will be maintained as necessary to prevent erosion and accommodate year-round traffic. The road will be maintained in a safe useable condition.

g. The site will require periodic maintenance to ensure that drainages are kept open and free of debris, ice, and snow, and that surfaces are properly treated to reduce erosion, fugitive dust, and impacts to adjacent areas.

h. A gas pipeline is associated with this application and is being applied for at this time. The proposed gas pipeline corridor will leave the southwest side of the well site and traverse 1,364' south to the proposed pipeline that will service the HCU 7-32F.

i. The new gas pipeline will be a 4" steel surface line within a 20' wide utility corridor. The use of the proposed well site and access roads will facilitate the staging of the pipeline construction. A new pipeline length of approximately 1,364' is associated with this well.

j. Dominion intends on installing the pipeline on the surface by welding many joints into long lengths, dragging the long lengths into position and then completing a final welding pass to join the long lengths together. Dominion intends on connecting the pipeline together utilizing conventional welding technology.

5. Location and Type of Water Supply:

a. The location and type of water supply has been addressed as number 11 within the previous drilling plan information.

6. Source of Construction Material:

a. The use of materials will conform to 43 CFR 3610.2-3.

b. No construction materials will be removed from Ute Tribal or BLM lands.

c. If any gravel is used, it will be obtained from a state approved gravel pit.

7. Methods of Handling Waste Disposal:

a. All wastes associated with this application will be contained and disposed of utilizing approved facilities.

b. Drill cuttings will be contained and buried on site.

c. The reserve pit will be located outboard of the location and along the southeast side of the pad.

d. The reserve pit will be constructed so as not to leak, break, or allow any discharge.

e. The reserve pit will be lined with 12 mil minimum thickness plastic nylon reinforced liner material. The liner will overlay a felt liner pad only if rock is encountered during excavation. The pit liner will overlap the pit walls and be covered with dirt and/or rocks to hold it in place. No trash, scrap pipe, etc., that could puncture the liner will be disposed of in the pit. Pit walls will be sloped no greater than 2:1. A minimum 2-foot freeboard will be maintained in the pit at all times during the drilling and completion operation.

f. The reserve pit has been located in cut material. Three sides of the reserve pit will be fenced before drilling starts. The fourth side will be fenced as soon as drilling is completed, and shall remain until the pit is dry. After the reserve pit has dried, all areas not needed for production will be rehabilitated.

g. No chemicals subject to reporting under SARA Title III (hazardous materials) in an amount greater than 10,000 pounds will be used, produced, stored, transported, or disposed of annually in association with the drilling, testing, or completion of the well. Furthermore, no extremely hazardous substances, as defined in 40 CFR 355, in threshold planning quantities, will be used, produced, stored, transported, or disposed of in association with the drilling, testing, or completion of the well.

h. Trash will be contained in a trash cage and hauled away to an approved disposal site as necessary but no later than at the completion of drilling operations. The contents of the trash container will be hauled off periodically to the approved Uintah County Landfill near Vernal, Utah.

i. Produced fluids from the well other than water will be produced into a test tank until such time as construction of production facilities is completed. Any spills of oil, gas, salt water or other produced fluids will be cleaned up and removed.

j. After initial clean-up, a 400 bbl tank will be installed to contain produced waste water. This water will be transported from the tank to an approved Dominion disposal well for disposal.

k. Produced water from the production well will be disposed of at the RBU 13-11F or RBU 16-19F disposal wells in accordance with Onshore Order #7.

l. Any salts and/or chemicals, which are an integral part of the drilling system, will be disposed of in the same manner as the drilling fluid.

m. Sanitary facilities will be on site at all times during operations. Sewage will be placed in a portable chemical toilet and the toilet replaced periodically utilizing a licensed contractor to transport by truck the portable chemical toilet so that its contents can be delivered to the Vernal Wastewater Treatment Facility in accordance with state and county regulations.

8. Ancillary Facilities:

a. Garbage Containers and Portable Toilets are the only ancillary facilities proposed in this application.

9. Well Site Layout: (See Exhibit B)

a. The well will be properly identified in accordance with 43 CFR 3162.6.

b. Access to the well pad will be from the southwest.

c. The pad and road designs are consistent with BLM and Tribal specification

d. A pre-construction meeting with responsible company representative, contractors, and the Ute Indian Tribe will be conducted at the project site prior to commencement of surface-disturbing activities. The pad and road will be construction-staked prior to this meeting.

e. The pad has been staked at its maximum size of 355' X 200'; however it will be constructed smaller if possible, depending upon rig availability. Should the layout change, this application will be amended and approved utilizing a sundry notice.

f. All surface disturbing activities, will be supervised by a qualified, responsible company representative who is aware of the terms and conditions of the APD and specifications in the approved plans.

g. All cut and fill slopes will be such that stability can be maintained for the life of the activity.

h. Diversion ditches will be constructed as shown around the well site to prevent surface waters form entering the well site area.

i. The site surface will be graded to drain away from the pit to avoid pit spillage during large storm events.

j. The stockpiled topsoil (first 6 inches or maximum available) will be stored in a windrow on the uphill side of the location to prevent any possible contamination. All topsoil will be stockpiled for reclamation in such a way as to prevent soil loss and contamination.

k. Pits will remain fenced until site cleanup.

l. The blooie line will be located at least 100 feet from the well head.

m. Water injection may be implemented if necessary to minimize the amount of fugitive dust.

10. Plans for Restoration of the Surface:

a. Site reclamation for a producing well will be accomplished for portions of the site not required for the continued operation of the well.

b. The Operator will control noxious weeds along access road use authorizations, pipeline route authorizations, well sites, or other applicable facilities by spraying or mechanical removal. A list of noxious weeds may be obtained from the Ute Indian Tribe or the appropriate County Extension Office. On Ute Tribal and BLM administered land, it is required that a Pesticide Use Proposal be submitted and approved prior to the application of herbicides, pesticides or possibly hazardous chemicals.

c. Upon well completion, any hydrocarbons in the pit shall be removed in accordance with 43 CFR 3162.7-1.Once the reserve pit is dry, the plastic nylon reinforced liner shall be torn and perforated before backfilling of the reserve pit. The reserve pit and that portion of the location not needed for production facilities/operations will be recontoured to the approximate natural contours.

d. The cut and fill slopes and all other disturbed areas not needed for the production operation will be top soiled and re-vegetated. The stockpiled topsoil will be evenly distributed over the disturbed area.

e. Prior to reseeding the site, all disturbed areas, including the access road, will be scarified and left with a rough surface. The site will then be seeded and/or planted as prescribed by the BIA.

11. Surface and Mineral Ownership:

a. Surface Ownership – Ute Indian Tribe; Uintah & Ouray Agency, P.O. Box 130, Fort Duchesne, Utah 84026-0130; 435-722-4300

b. Mineral Ownership – State of Utah – under the management of the SITLA -State Office, 675 East 500 South, Suite 500, Salt Lake, City, Utah 84102-2818; 801-538-5100.

c. Portions of the access road and pipeline corridor will cross lands owned by the following:

i. Federal under the management of the Bureau of Land Management - Vernal Field Office, 170 South 500 East, Vernal, Utah 84078; 435-781-4400.

12. Other Information:

a. AIA Archaeological will conduct a Class III archeological survey once snow cover is gone. A copy of the report will be submitted under separate cover to the appropriate agencies by AIA Archaeological.

b. Our understanding of the results of the federal onsite inspection are:

a. No drainage crossings that require additional State or Federal approval are being crossed.

b. A biological review by the BLM in the spring will be necessary to confirm the presence of threatened and endangered flora and fauna species.

c. No raptor habitat is known to exist within 1 mile of the proposed wellsite.

13. Operator's Representative and Certification

Title	Name	Office Phone
Company Representative (Roosevelt)	Mitchiel Hall	1-435-722-4521
Company Representative (Oklahoma)	Carla Christian	1-405-749-5263
Agent for Dominion	Don Hamilton	1-435-637-4075

Certification:

I hereby certify that I, or persons under my direct supervision, have inspected the proposed drill site and access route; that I am familiar with the conditions which currently exists; that the statements made in this APD package are, to the best of my knowledge, true and correct; and that the work associated with the operations proposed herein will be performed by Dominion Exploration & Production, Inc. and its contractors and subcontractors in conformity with this APD package and the terms and conditions under which it is approved. I also certify responsibility for the operations conducted on that portion of the leased lands associated with this application, with bond coverage being provided under Dominion's State and BLM bond. This statement is subject to the provisions of 18 U.S.C. 1001 for the filing of a false statement.

Signature: Don Hamilton Date: 3-21-05

ORIGINAL

DOMINION EXPLR. & PROD., INC.
HCU #1-32F2
SECTION 32, T10S, R20E, S.L.B.&M.

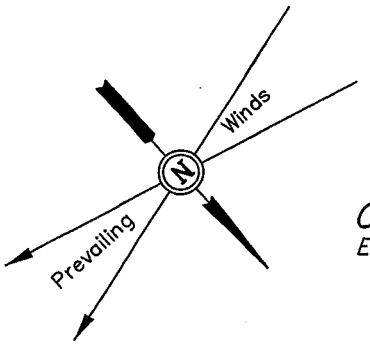
PROCEED IN A WESTERLY DIRECTION FROM VERNAL, UTAH ALONG U.S. HIGHWAY 40 APPROXIMATELY 14.0 MILES TO THE JUNCTION OF STATE HIGHWAY 88; EXIT LEFT AND PROCEED IN A SOUTHERLY DIRECTION APPROXIMATELY 17.0 MILES TO OURAY, UTAH; PROCEED IN A SOUTHERLY, THEN SOUTHEASTERLY DIRECTION APPROXIMATELY 9.1 MILES ON THE SEEP RIDGE ROAD TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE SOUTH; TURN RIGHT AND PROCEED IN A SOUTHERLY DIRECTION APPROXIMATELY 2.8 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE SOUTHWEST; TURN LEFT AND PROCEED IN A SOUTHWESTERLY, THEN SOUTHERLY DIRECTION APPROXIMATELY 4.6 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE SOUTHWEST; TURN RIGHT AND PROCEED IN A SOUTHWESTERLY DIRECTION APPROXIMATELY 0.45 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING ROAD TO THE NORTH; TURN RIGHT AND PROCEED IN A NORTHERLY DIRECTION APPROXIMATELY 0.6 MILES TO THE JUNCTION OF THIS ROAD AND AN EXISTING TWO-TRACK ROAD TO THE NORTHWEST; TURN RIGHT AND PROCEED IN A NORTHWESTERLY DIRECTION APPROXIMATELY 0.3 MILES TO THE BEGINNING OF THE PROPOSED ACCESS FOR THE #10-28F TO THE NORTHWEST; FOLLOW ROAD FLAGS IN A NORTHWESTERLY, THEN WESTERLY, THEN NORTHERLY, THEN NORTHEASTERLY DIRECTION APPROXIMATELY 2.1 MILES TO THE BEGINNING OF THE PROPOSED ACCESS FOR THE HCU #7-32F TO THE NORTHWEST; FOLLOW ROAD FLAGS IN A NORTHWESTERLY DIRECTION APPROXIMATELY 0.1 MILES TO THE PROPOSED PROPOSED HCU #7-32F AND THE BEGINNING OF THE PROPOSED ACCESS TO THE NORTH; FOLLOW ROAD FLAGS IN A NORTHERLY DIRECTION APPROXIMATELY 0.25 MILES TO THE PROPOSED LOCATION.

TOTAL DISTANCE FROM VERNAL, UTAH TO THE PROPOSED WELL LOCATION IS APPROXIMATELY 51.3 MILES.

DOMINION EXPLR. & PROD., INC.

LOCATION LAYOUT FOR

HCU #1-32F2
SECTION 32, T10S, R20E, S.L.B.&M.
889' FNL 819' FEL



SCALE: 1" = 50'
DATE: 02-01-05
Drawn By: D.R.B.

Proposed Access Road

C-7.9'
El. 41.1'

C-6.5'
El. 39.7'

C-3.2'
El. 36.4'

6 7 8

65'

Sta. 3+55

DATA

Topsoil Stockpile

Approx. Top of Cut Slope

175'

CATWALK

Pit Topsoil

PIPE RACKS

FLARE PIT
El. 36.0'
C-2.8'

El. 35.4'
C-2.2'

C-1.3'
El. 34.5'

Approx. Toe of Fill Slope

El. 37.4'
C-12.2'
(btm. pit)

20' WIDE BENCH

5 D

30'

35'

RIG

DOG HOUSE

135'

Sta. 1+80

1

F-2.9'
El. 30.3'

C

100'

Total Pit Capacity
W/2' of Freeboard
= 10,750 Bbls. ±
Total Pit Volume
= 3,120 Cu. Yds.

Slope = 1-1/2:1

MUD TANKS

WATER

TRAILER

PUMP

TOILET

MUD SHED

Reserve Pit Backfill & Spoils Stockpile

10' WIDE BENCH

140'

Sta. 1+10

HOPPER

FUEL

POWER

TRASH

RESERVE PITS
(8' Deep)

TOOLS

FUEL

Sta. 0+52

El. 33.7'
C-8.5'
(btm. pit)

B

20' WIDE BENCH

A

F-2.0'
El. 31.2'

180'

STORAGE TANK

Round Corners as Needed

40'

Sta. 0+00

4 3 2

F-3.1'
El. 30.1'

F-4.3'
El. 28.9'

F-6.6'
El. 26.6'

Elev. Ungraded Ground at Location Stake = 5234.5'
Elev. Graded Ground at Location Stake = 5233.2'

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

DOMINION EXPLR. & PROD., INC.

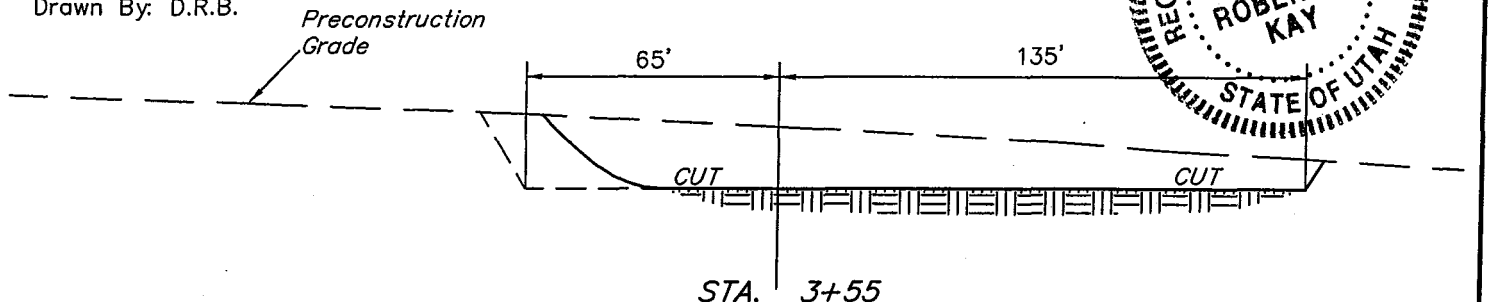
TYPICAL CROSS SECTIONS FOR

HCU #1-32F2
SECTION 32, T10S, R20E, S.L.B.&M.
889' FNL 819' FEL

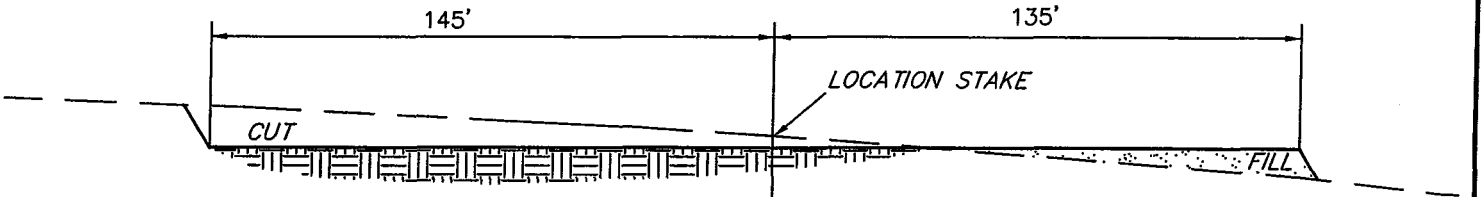
1" = 20'
X-Section Scale
1" = 50'

DATE: 02-01-05
Drawn By: D.R.B.

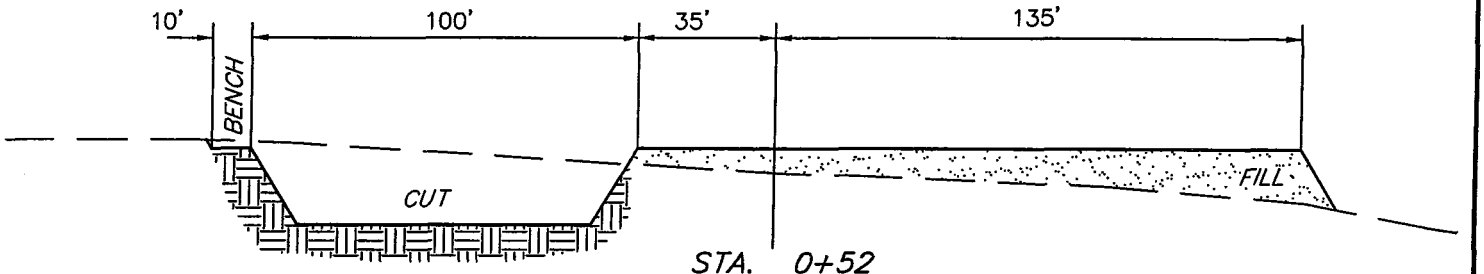
REGISTERED LAND SURVEYOR
No. 161319
ROBERT L. KAY
STATE OF UTAH



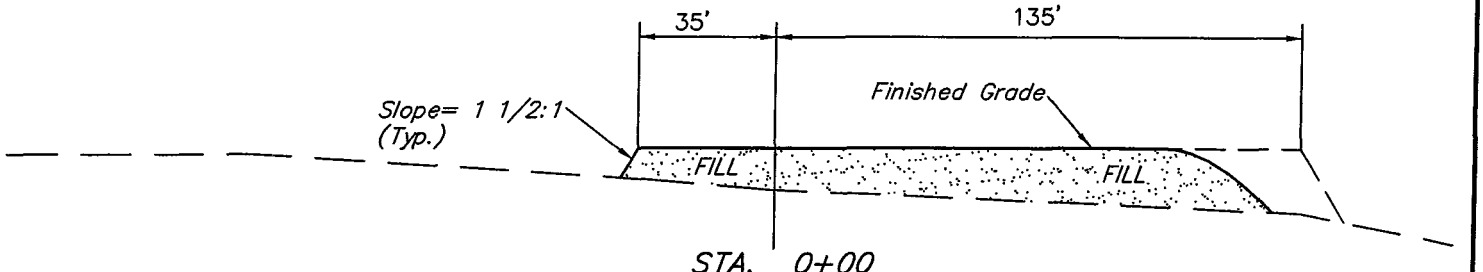
STA. 3+55



STA. 1+80



STA. 0+52



STA. 0+00

* NOTE:
FILL QUANTITY INCLUDES
5% FOR COMPACTION

APPROXIMATE YARDAGES

CUT

(12") Topsoil Stripping	=	3,500 Cu. Yds.
Remaining Location	=	6,610 Cu. Yds.
TOTAL CUT	=	10,110 CU.YDS.
FILL	=	5,050 CU.YDS.

EXCESS MATERIAL	=	5,060 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	=	5,060 Cu. Yds.
EXCESS UNBALANCE (After Rehabilitation)	=	0 Cu. Yds.

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

DOMINION EXPLR. & PROD., INC.

HCU #1-32F2

LOCATED IN UINTAH COUNTY, UTAH
SECTION 32, T10S, R20E, S.L.B.&M.

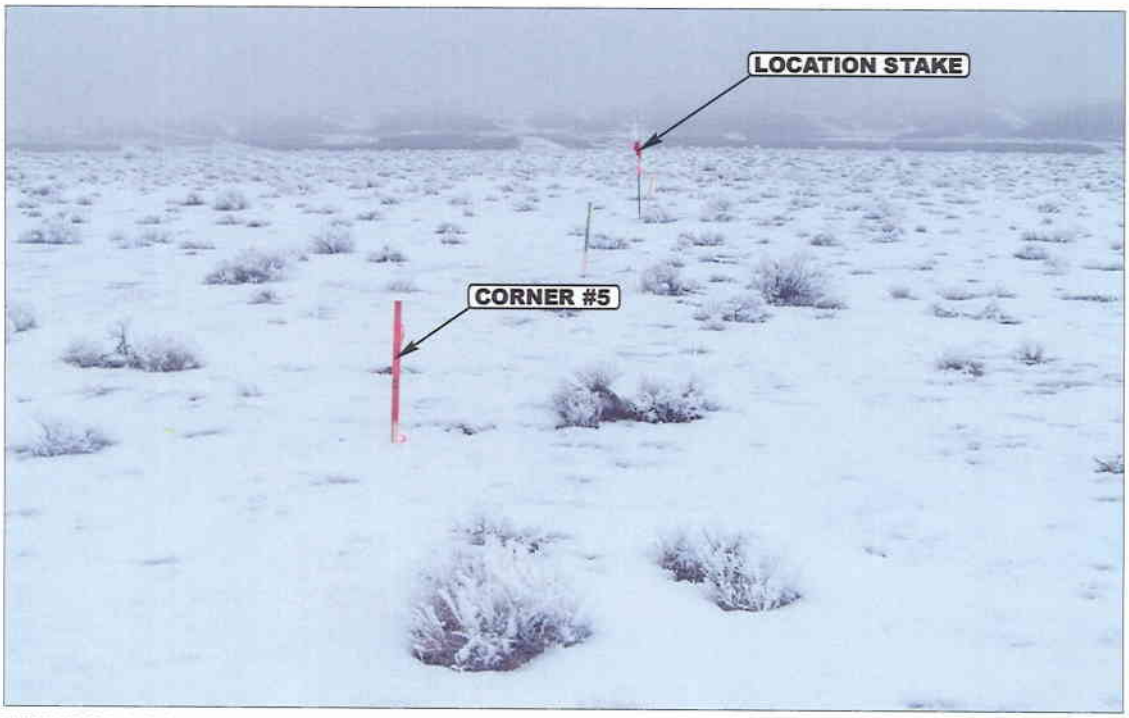


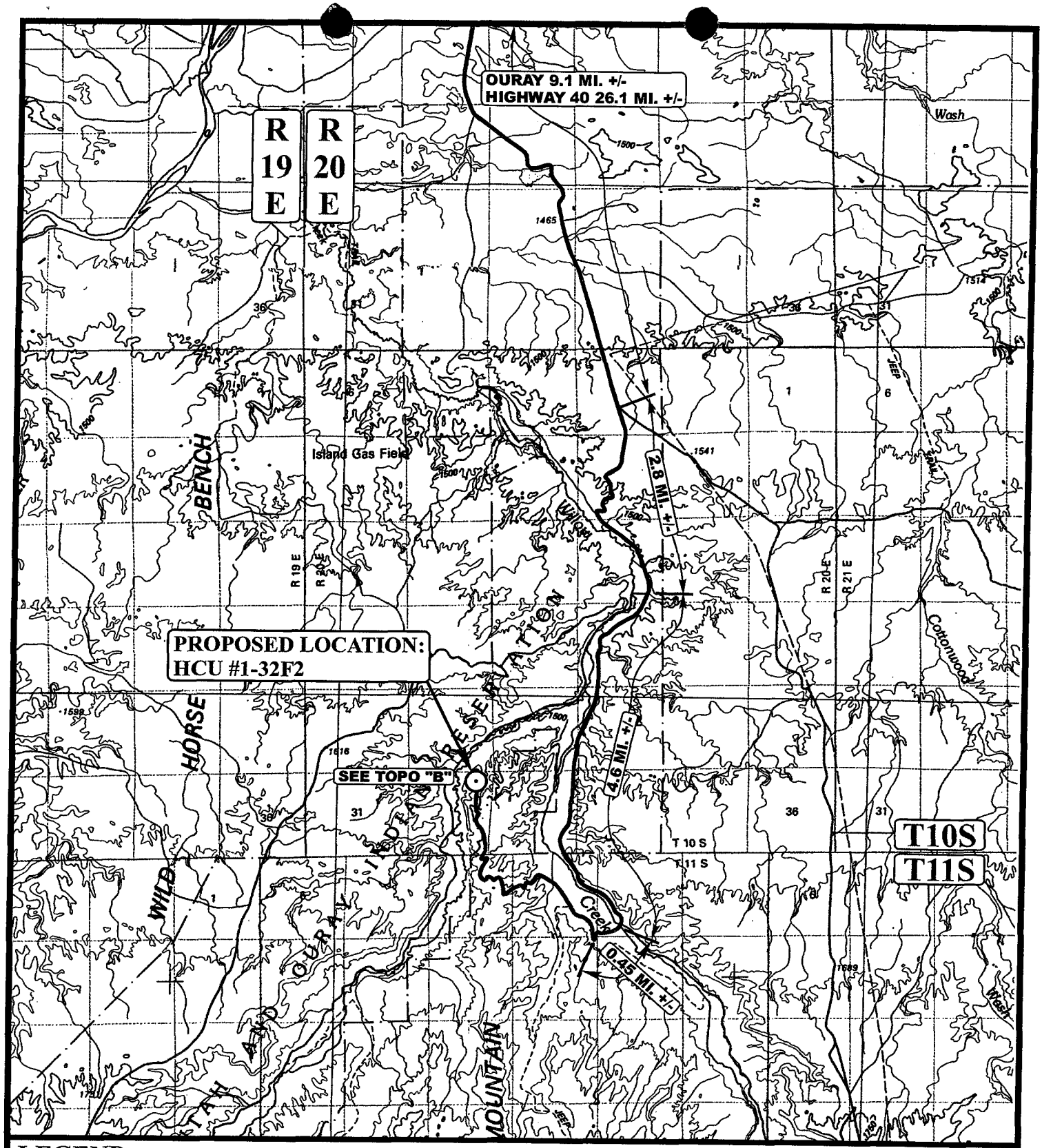
PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE **CAMERA ANGLE: NORTHWESTERLY**

PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS **CAMERA ANGLE: NORTHERLY**

- Since 1964 -

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
435-789-1017 uels@uelsinc.com

LOCATION PHOTOS	01 MONTH	25 DAY	05 YEAR	PHOTO
TAKEN BY: S.H.	DRAWN BY: C.P.	REVISED: 00-00-00		



LEGEND:

⊙ PROPOSED LOCATION

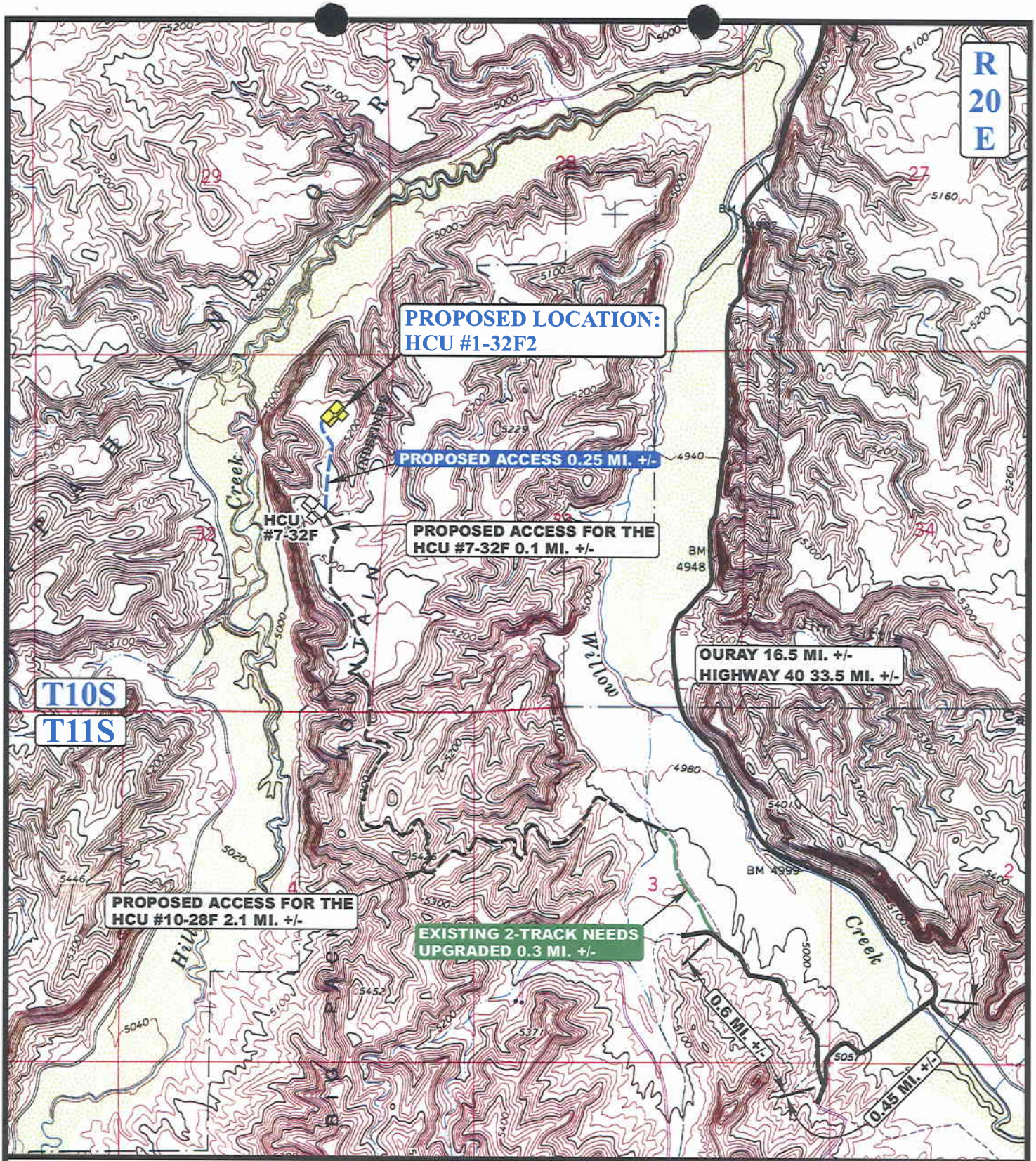
N

DOMINION EXPLR. & PROD., INC.

HCU #1-32F2
SECTION 32, T10S, R20E, S.L.B.&M.
889' FNL 819' FEL

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC MAP	01 MONTH	25 DAY	05 YEAR
SCALE: 1:100,000	DRAWN BY: C.P.	REVISED: 00-00-00	A TOPO



LEGEND:

EXISTING ROAD

PROPOSED ACCESS ROAD

EXISTING 2-TRACK NEEDS UPGRADED

N

DOMINION EXPLR. & PROD., INC.

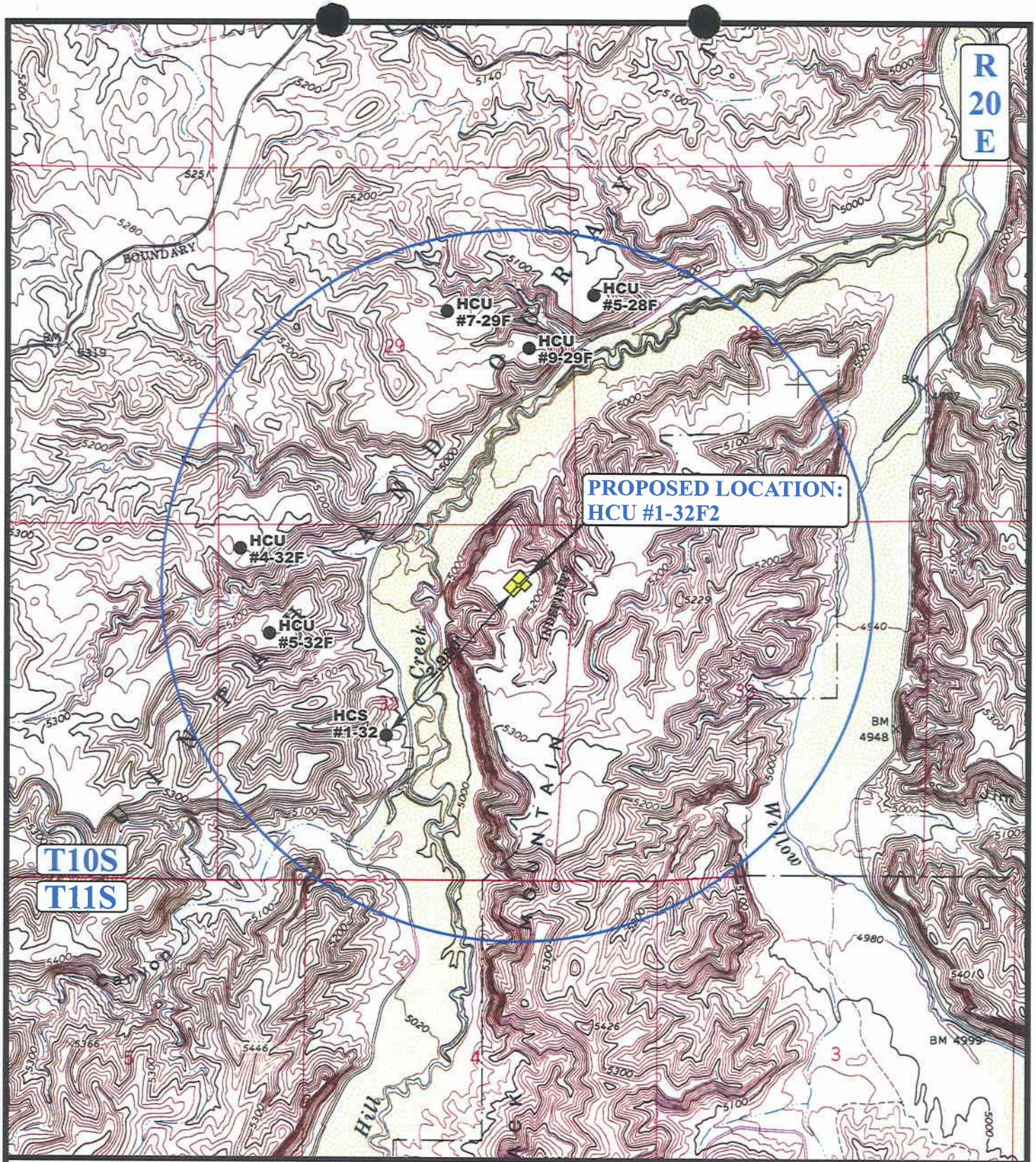
HCU #1-32F2
SECTION 32, T10S, R20E, S.L.B.&M.
889' FNL 819' FEL

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC MAP | 01 MONTH | 25 DAY | 05 YEAR

SCALE: 1" = 2000' | DRAWN BY: C.P. | REVISED: 00-00-00

B TOPO



LEGEND:

- DISPOSAL WELLS
- PRODUCING WELLS
- SHUT IN WELLS
- WATER WELLS
- ABANDONED WELLS
- TEMPORARILY ABANDONED

N

DOMINION EXPLR. & PROD., INC.

HCU #1-32F2
SECTION 32, T10S, R20E, S.L.B.&M.
889' FNL 819' FEL

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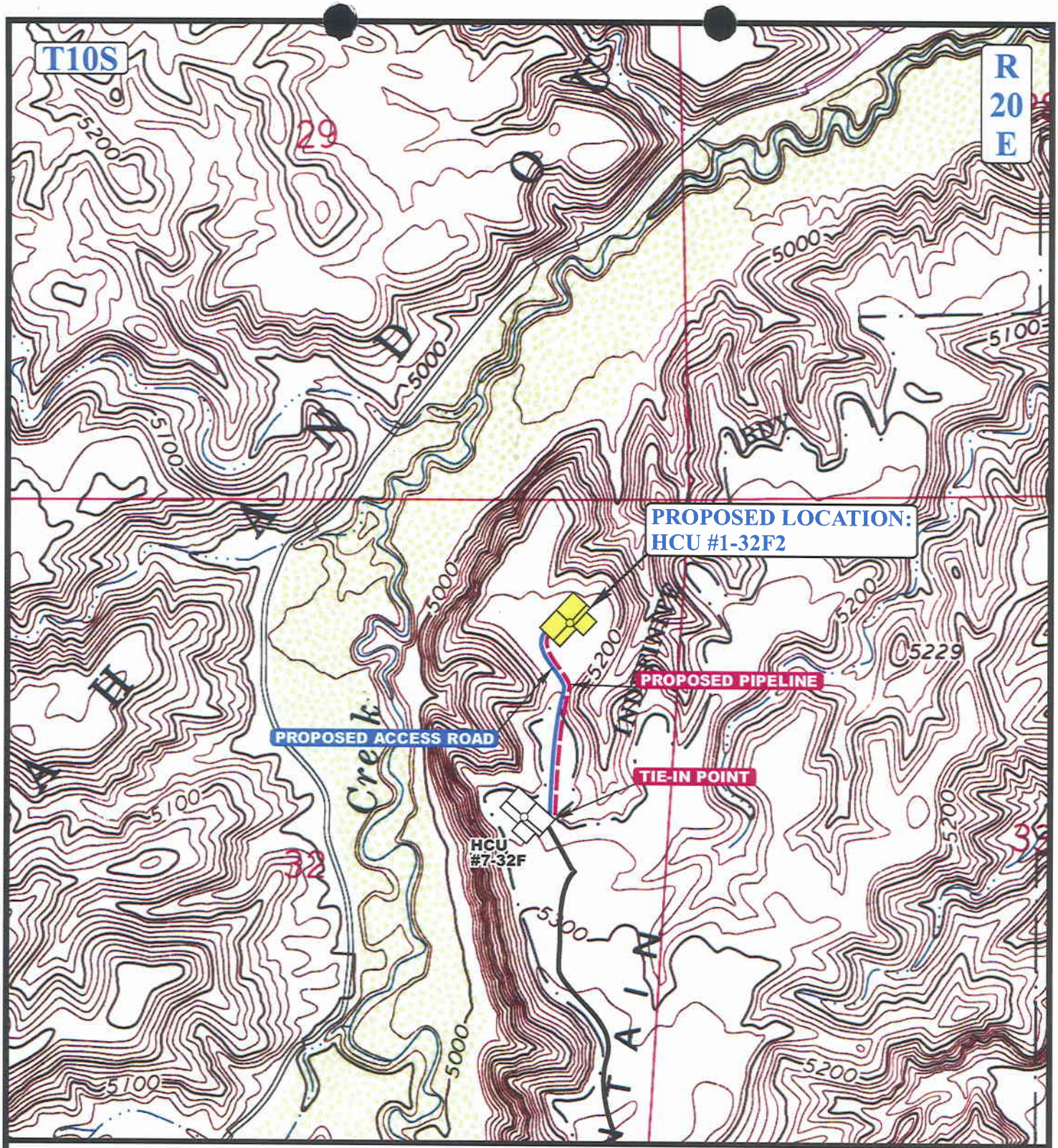
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC MAP | 01 MONTH | 25 DAY | 05 YEAR

SCALE: 1" = 2000' | DRAWN BY: C.P. | REVISED: 00-00-00

C TOPO



APPROXIMATE TOTAL PIPELINE DISTANCE = 1,364' +/-

LEGEND:

PROPOSED ACCESS ROAD
EXISTING PIPELINE
PROPOSED PIPELINE

N

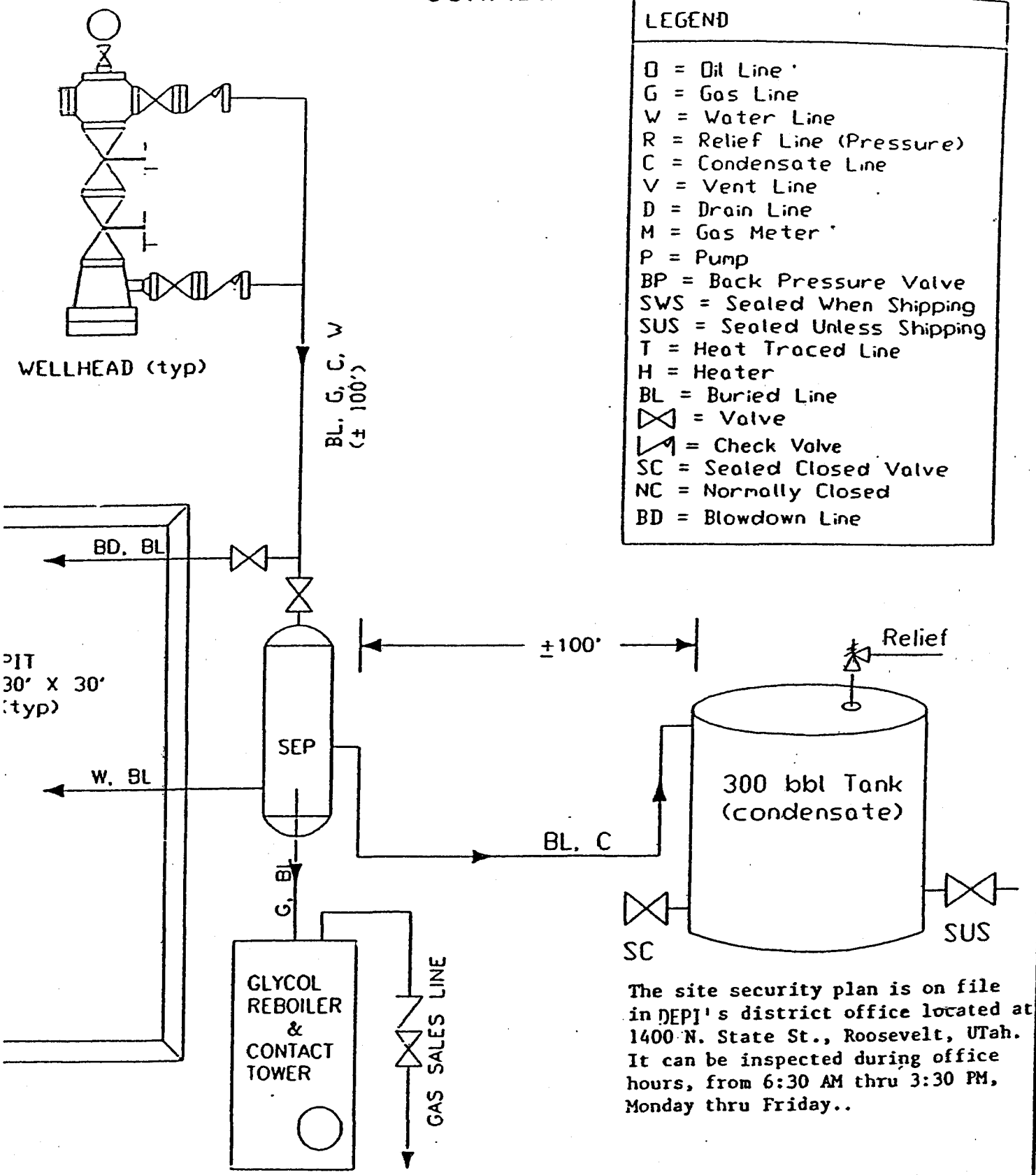
DOMINION EXPLR. & PROD., INC.

HCU #1-32F2
SECTION 32, T10S, R20E, S.L.B.&M.
889' FNL 819' FEL

Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC MAP	01 MONTH	25 DAY	05 YEAR	D TOPO
SCALE: 1" = 1000'	DRAWN BY: C.P.	REVISED: 00-00-00		

CONFIDENTIAL

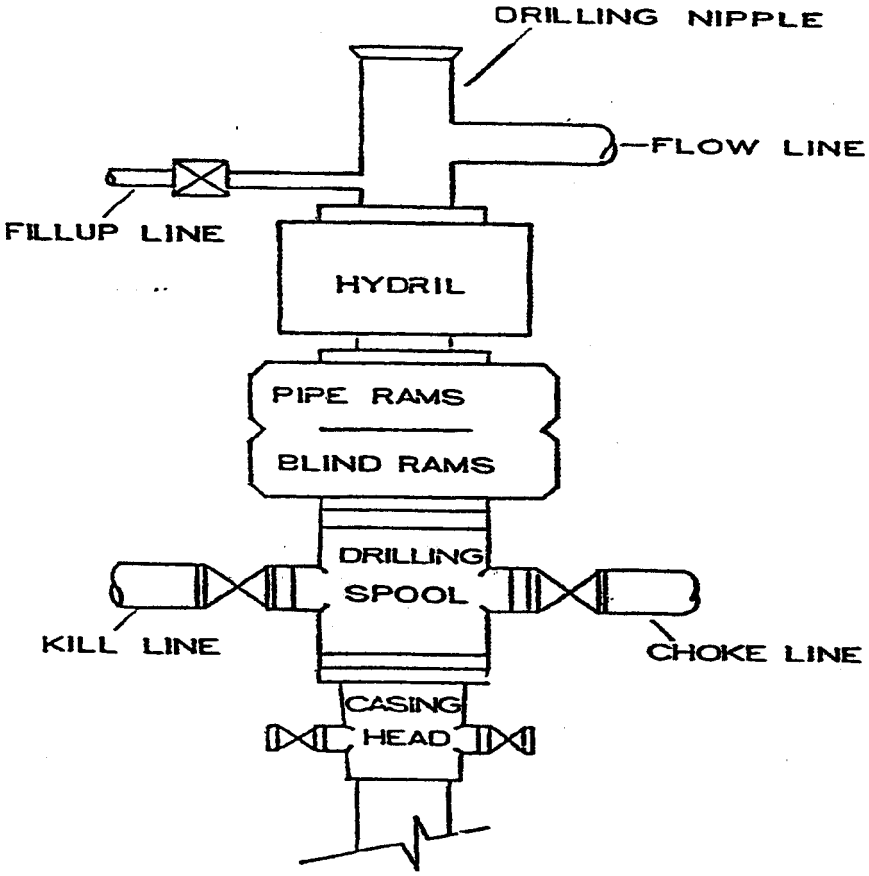


The site security plan is on file in DEPI's district office located at 1400 N. State St., Roosevelt, UTah. It can be inspected during office hours, from 6:30 AM thru 3:30 PM, Monday thru Friday..

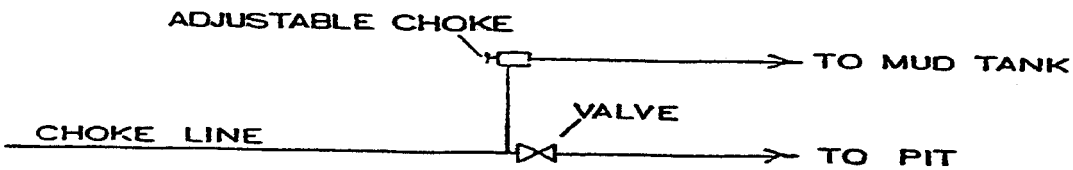
DOMINION EXPLORATION & PRODUCTION, INC.

l:		not to scale
FLOWSEP	TYPICAL FLOW DIAGRAM	date: / /

BOP STACK



CHOKE MANIFOLD



004

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 03/22/2005

API NO. ASSIGNED: 43-047-36441

WELL NAME: HCU 1-32F2
OPERATOR: DOMINION EXPL & PROD (N1095)
CONTACT: DON HAMILTON

PHONE NUMBER: 435-650-1886

PROPOSED LOCATION:
NENE 32 100S 200E
SURFACE: 0889 FNL 0819 FEL
BOTTOM: 0889 FNL 0819 FEL
UINTAH
NATURAL BUTTES (630)

LEASE TYPE: 3 - State
LEASE NUMBER: ML-22313-2
SURFACE OWNER: 2 - Indian
PROPOSED FORMATION: MVRD
COALBED METHANE WELL? NO

INSPECT LOCATN BY: / /

Tech Review	Initials	Date
Engineering	DKD	5/29/05
Geology		
Surface		

LATITUDE: 39.90848
LONGITUDE: -109.6815

RECEIVED AND/OR REVIEWED:

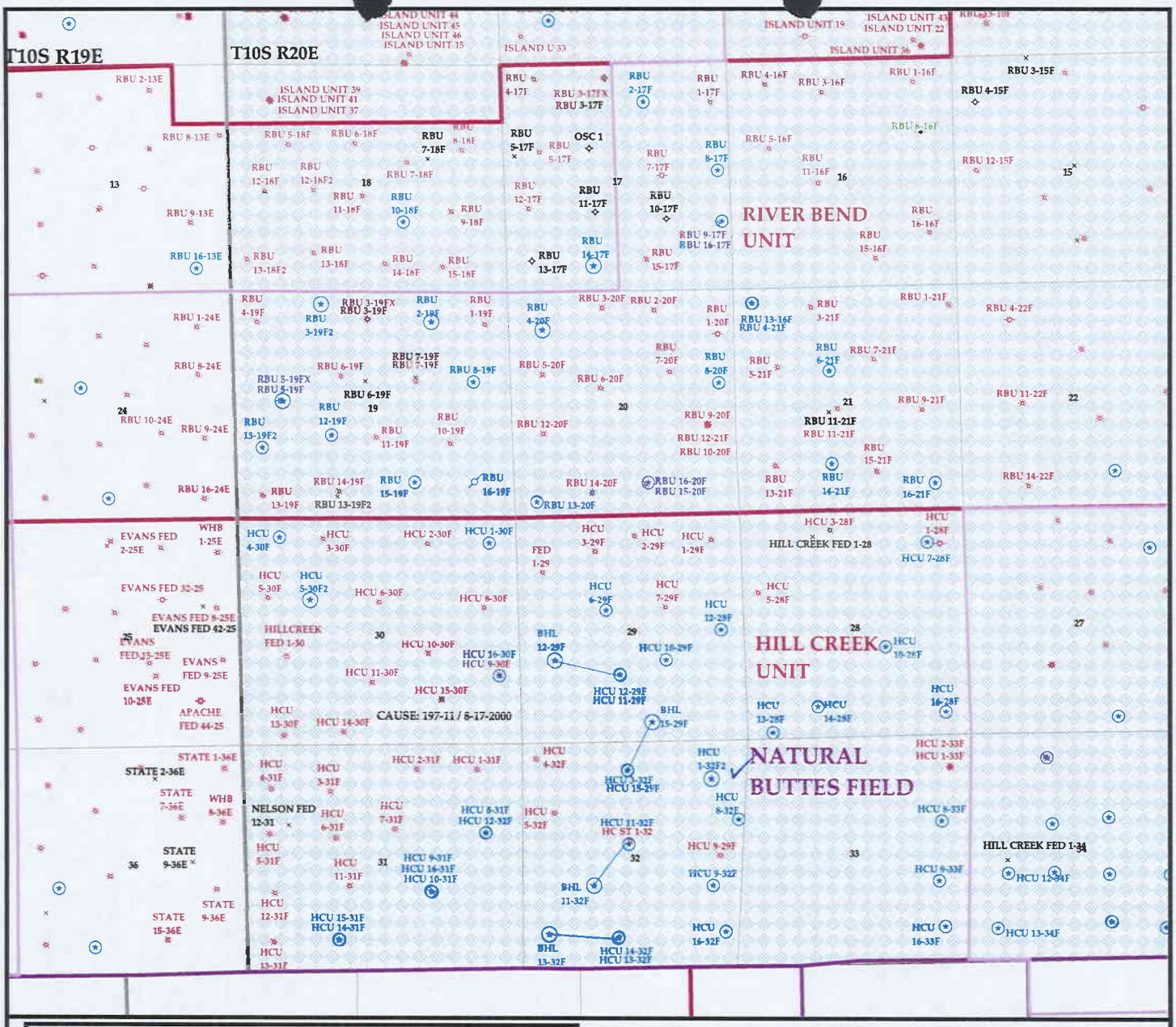
✓ Plat
✓ Bond: Fed[] Ind[] Sta[] Fee[]
(No. 76S63050600)
N Potash (Y/N)
Y Oil Shale 190-5 (B) or 190-3 or 190-13
✓ Water Permit
(No. 43-10447)
N RDCC Review (Y/N)
(Date:)
N/A Fee Surf Agreement (Y/N)

LOCATION AND SITING:

___ R649-2-3.
Unit HILL CREEK
___ R649-3-2. General
Siting: 460 From Qtr/Qtr & 920' Between Wells
___ R649-3-3. Exception
✓ Drilling Unit
Board Cause No: 197-11
Eff Date: 8-17-00
Siting: Suspends General Siting
___ R649-3-11. Directional Drill

COMMENTS:

STIPULATIONS: 1- Federal Approval
2- Oil Shale



OPERATOR- DOMINION EXPL & PROD (N5160)

SEC. 30 & 32 T.10S R.20E

FIELD: NATUAL BUTTES (630)

COUNTY: UINTAH

CAUSE: 197-11 / 8-17-2000

Wells

- GAS INJECTION
- GAS STORAGE
- LOCATION ABANDONED
- NEW LOCATION
- PLUGGED & ABANDONED
- PRODUCING GAS
- PRODUCING OIL
- SHUT-IN GAS
- SHUT-IN OIL
- TEMP. ABANDONED
- TEST WELL
- WATER INJECTION
- WATER SUPPLY
- WATER DISPOSAL

Units.shp

- EXPLORATORY
- GAS STORAGE
- NF PP OIL
- NF SECONDARY
- PENDING
- PI OIL
- PP GAS
- PP GEOTHERML
- PP OIL
- SECONDARY
- TERMINATED

Fields.shp

- ABANDONED
- ACTIVE
- COMBINED
- INACTIVE
- PROPOSED
- STORAGE
- TERMINATED

Utah Oil Gas and Mining

N W E S

PREPARED BY: DIANA WHITNEY
DATE: 23-MARCH-2005

002

United States Department of the Interior

BUREAU OF LAND MANAGEMENT

Utah State Office
P.O. Box 45155
Salt Lake City, Utah 84145-0155

IN REPLY REFER TO:
3160
(UT-922)

March 24, 2005

Memorandum

To: Assistant District Manager Minerals, Vernal District

From: Michael Coulthard, Petroleum Engineer

Subject: 2005 Plan of Development Hill Creek Unit
Uintah County, Utah.

Pursuant to email between Diana Whitney, Division of Oil, Gas and Mining, and Mickey Coulthard, Utah State Office, Bureau of Land Management, the following wells are planned for calendar year 2005 within the Hill Creek Unit, Uintah County, Utah.

API #	WELL NAME	LOCATION

(Proposed PZ Mesaverde)

43-047-36437 HCU 5-27F Sec 27 T10S R20E 1400 FNL 0400 FWL
43-047-36439 HCU 11-28F Sec 28 T10S R20E 1708 FSL 2175 FWL
43-047-36440 HCU 5-30F2 Sec 30 T10S R20E 1907 FNL 1676 FWL
43-047-36441 HCU 1-32F2 Sec 32 T10S R20E 0889 FNL 0819 FEL

43-047-36438 HCU 4-27F Sec 27 T10S R20E 1384 FNL 0381 FWL
BHL Sec 27 T10S R20E 0400 FNL 0950 FWL

This office has no objections to permitting the wells at this time.

/s/ Michael L. Coulthard

bcc: File - Hill Creek Unit
Division of Oil Gas and Mining
Central Files
Agr. Sec. Chron
Fluid Chron

MCoulthard:mc:3-24-05

Well name:	**03-05 Dominion HCU 1-32F2**
Operator:	**Dominion E & P**
String type:	Surface
Location:	Uintah Co.
Project ID:	43-047-36441

Design parameters:

Collapse
Mud weight: 8.400 ppg
Design is based on evacuated pipe.

Burst
Max anticipated surface pressure: -239 psi
Internal gradient: 0.556 psi/ft
Calculated BHP 873 psi

No backup mud specified.

Minimum design factors:

Collapse:
Design factor 1.125

Burst:
Design factor 1.00

Tension:
8 Round STC: 1.80 (J)
8 Round LTC: 1.80 (J)
Buttress: 1.60 (J)
Premium: 1.50 (J)
Body yield: 1.50 (B)

Tension is based on air weight.
Neutral point: 1,750 ft

Environment:
H2S considered? No
Surface temperature: 65 °F
Bottom hole temperature: 93 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 185 ft

Cement top: 175 ft

Non-directional string.

Re subsequent strings:
Next setting depth: 8,050 ft
Next mud weight: 8.600 ppg
Next setting BHP: 3,596 psi
Fracture mud wt: 19.250 ppg
Fracture depth: 2,000 ft
Injection pressure 2,000 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft^3)
1	2000	8.625	32.00	J-55	ST&C	2000	2000	7.875	127

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	873	2530	2.899	873	3930	4.50	64	372	5.81 J

Prepared by: Clinton Dworshak, Utah Div. of Oil & Mining
Phone: 810-538-5280
Date: March 24,2005
Salt Lake City, Utah

ENGINEERING STIPULATIONS: NONE
Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.
Collapse is based on a vertical depth of 2000 ft, a mud weight of 8.4 ppg The casing is considered to be evacuated for collapse purposes.
Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

Well name:	**03-05 Dominion HCU 1-32F2**
Operator:	**Dominion E & P**
String type:	Production
Location:	Uintah Co.
Project ID:	43-047-36441

Design parameters:

Collapse
Mud weight: 8.600 ppg
Design is based on evacuated pipe.

Burst
Max anticipated surface pressure: -878 psi
Internal gradient: 0.556 psi/ft
Calculated BHP 3,596 psi

No backup mud specified.

Minimum design factors:

Collapse:
Design factor 1.125

Burst:
Design factor 1.00

Tension:
8 Round STC: 1.80 (J)
8 Round LTC: 1.80 (J)
Buttress: 1.60 (J)
Premium: 1.50 (J)
Body yield: 1.50 (B)

Tension is based on air weight.
Neutral point: 7,000 ft

Environment:
H2S considered? No
Surface temperature: 65 °F
Bottom hole temperature: 178 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 368 ft

Cement top: 3,586 ft

Non-directional string.

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft^3)
1	8050	5.5	17.00	Mav-80	LT&C	8050	8050	4.767	277.4

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	3596	6290	1.749	3596	7740	2.15	137	273	1.99 B

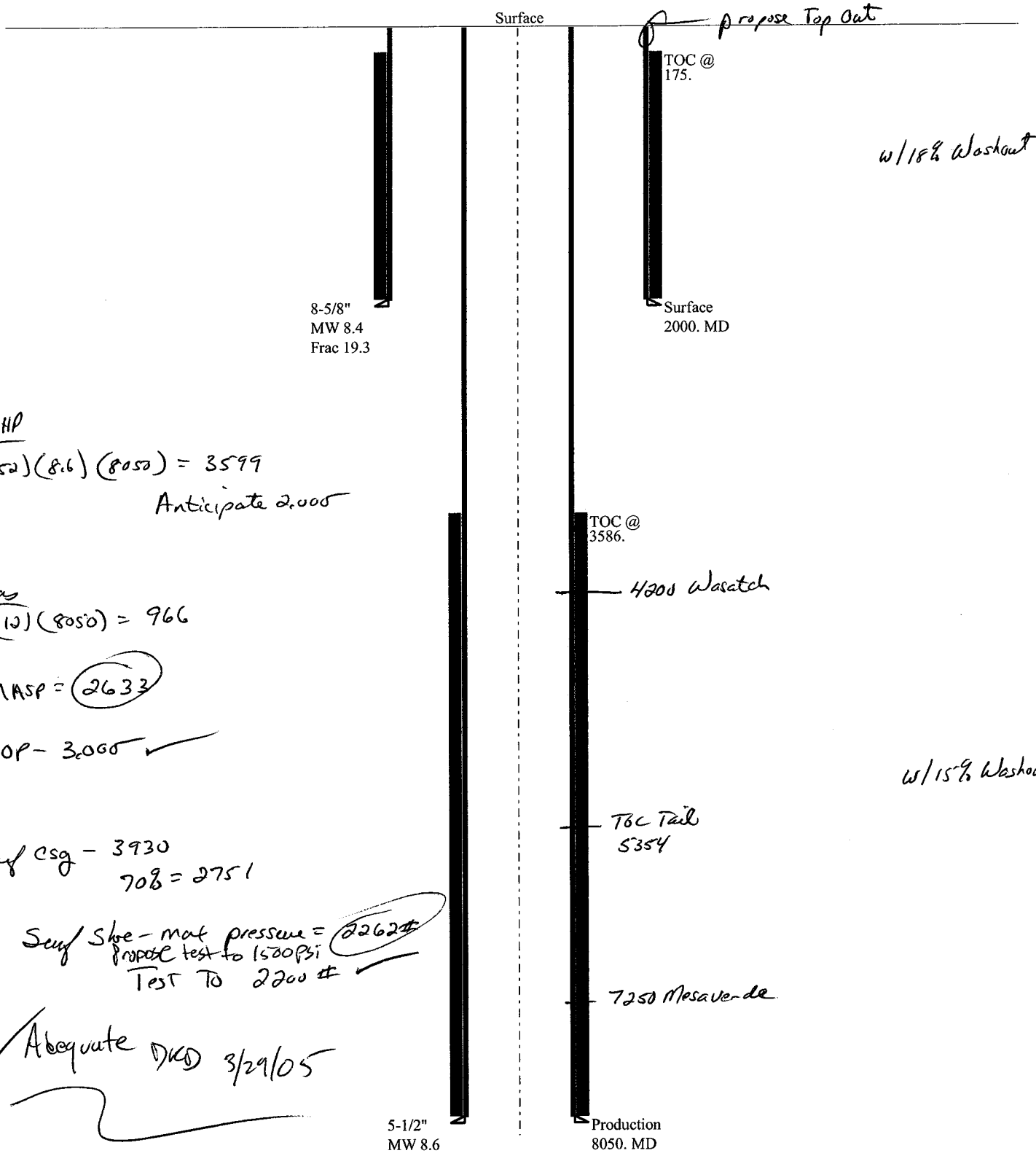
Prepared by: Clinton Dworshak, Utah Div. of Oil & Mining
Phone: 810-538-5280
Date: March 24,2005
Salt Lake City, Utah

ENGINEERING STIPULATIONS: NONE
Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.
Collapse is based on a vertical depth of 8050 ft, a mud weight of 8.6 ppg The casing is considered to be evacuated for collapse purposes.
Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

03-05 Dominion HCU 1-32

Casing Schematic



BHP

(.052)(8.6)(8050) = 3599

Anticipate 2,000

Gas

(.10)(8050) = 966

MASP = 2633

BOP - 3,000 ✓

Surf csg - 3930

70% = 2751

Surf Shoe - mat pressure = 2262 #

propose test to 1500psi

Test To 2200 # ✓

✓ Adequate DKD 3/29/05

DIVISION OF OIL, GAS AND MINING
APPLICATION FOR PERMIT TO DRILL
STATEMENT OF BASIS

OPERATOR: Dominion Exploration & Production.
WELL NAME & NUMBER: HCU 1-32F2
API NUMBER: 43-047-36441
LOCATION: 1/4,1/4 NENE Sec: 32 TWP: 10S RNG: 20 E 889 FNL 819 FEL

Geology/Ground Water:

Dominion proposes to set 2,000 feet of surface casing cemented to the surface. The base of the moderately saline water is estimated at 5,000 feet. A search of Division of Water Rights records shows no water wells within a 10,000 foot radius of the proposed location. The surface formation at this location is the Uinta Formation. The Uinta Formation is made up of discontinuous sands interbedded with shales and are not expected to produce prolific aquifers. The proposed surface casing should adequately protect any near surface aquifers.

Reviewer: Brad Hill **Date:** 03-29-2005

Surface:

The Ute Indian Tribe is the administrative agency over the ground surface at this location. The operator is responsible for obtaining any needed permits or rights of way before causing any surface disturbance.

Reviewer: Brad Hill **Date:** 03-29-2005

Conditions of Approval/Application for Permit to Drill:

None.

005

JON M. HUNTSMAN, JR.
Governor

GARY R. HERBERT
Lieutenant Governor

State of Utah

Department of Natural Resources

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas & Mining

MARY ANN WRIGHT
Acting Division Director

March 29, 2005

Dominion Exploration & Production, Inc.
14000 Quail Springs Parkway, Suite 600
Oklahoma City, OK 73134

Re: Hill Creek Unit 1-32F2 Well, 889' FNL, 819' FEL, NE NE, Sec. 32, T. 10 South, R. 20 East, Uintah County, Utah

Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann.§ 40-6-1 *et seq.*, Utah Administrative Code R649-3-1 *et seq.*, and the attached Conditions of Approval, approval to drill the referenced well is granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-047-36441.

Sincerely,

John R. Baza
Associate Director

pab
Enclosures

cc: Uintah County Assessor
SITLA
Bureau of Land Management, Vernal District Office

Operator: Dominion Exploration & Production, Inc.

Well Name & Number Hill Creek Unit 1-32F2

API Number: 43-047-36441

Lease: ML-22313-2

Location: NE NE **Sec.** 32 **T.** 10 South **R.** 20 East

Conditions of Approval

1. **General**
   Compliance with the requirements of Utah Admin. R. 649-1 *et seq.*, the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

2. **Notification Requirements**
   The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:
   - 24 hours prior to cementing or testing casing
   - 24 hours prior to testing blowout prevention equipment
   - 24 hours prior to spudding the well
   - within 24 hours of any emergency changes made to the approved drilling program
   - prior to commencing operations to plug and abandon the well

   The following are Division of Oil, Gas and Mining contacts and their work telephone numbers (please leave a voice mail message if the person is not available to take the call):
   - Dan Jarvis at (801) 538-5338
   - Carol Daniels at (801) 538-5284 (spud)

3. **Reporting Requirements**
   All required reports, forms and submittals will be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.

4. Compliance with the State of Utah Antiquities Act forbids disturbance of archeological, historical, or paleontological remains. Should archeological, historical or paleontological remains be encountered during your operations, you are required to immediately suspend all operations and immediately inform the Trust Lands Administration and the Division of State History of the discovery of such remains.

5. Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis. (Copy Attached)

6. State approval of this well does not supersede the required federal approval, which must be obtained prior to drilling.

7. In accordance with Order in Cause No. 190-5(b) dated October 28, 1982, the Operator shall comply with requirements of Rules R649-3-31 and R649-3-27 pertaining to Designated Oil Shale Areas. Additionally, the operator shall ensure that the surface and/or production casing is properly cemented over the entire oil shale interval as defined by Rule R649-3-31. The Operator shall report the actual depth the oil shale is encountered to the Division.

Form 3160-5
(June 1990)

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
Budget Bureau No. 1004-0135
Expires: March 31, 1993

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill or to deepen or reentry to a different reservoir.
Use "APPLICATION FOR PERMIT--" for such proposals

SUBMIT IN TRIPLICATE

5. Lease Designation and Serial No.
ML-22313-2

6. If Indian, Allottee or Tribe Name
Ute Indian Tribe

7. If Unit or CA, Agreement Designation
Hill Creek Unit

1. Type of Well
☐ Oil ☒ Gas ☐

8. Well Name and No.
HCU 1-32F2

2. Name of Operator
Dominion Exploration & Production, Inc.

9. API Well No.
43-047-31441

3. Address and Telephone No.
14000 Quail Springs Parkway, Suite 600, Oklahoma City, OK 73134, 405-749-5263

10. Field and Pool, or Exploratory Area
Natural Buttes

4. Location of Well (Footage, Sec.,T., R:, M., or Survey Description)
889' FNL & 819' FEL, NE/4 NE/4, Section 32, T10S, R20E, SLB&M

11. County or Parish, State
Uintah, Utah

12. **CHECK APPROPRIATE BOX(s) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA**

TYPE OF SUBMISSION	TYPE OF ACTION	
☐ Notice of Intent	☐ Change of Name	☐ Change of Plans
☒ Subsequent Report	☐ Recompletion	☐ New Construction
☐ Final Abandonment Notice	☐ Plugging Back	☐ Non-Routine Fracturing
	☐ Casing Repair	☐ Water Shut-Off
	☐ Altering Casing	☐ Conversion to Injection
	☒ Application for Surface Use	☐ Dispose Water

13. Describe Proposed or Completed Operations (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)*

Dominion Exploration & Production, Inc. hereby files this request for surface use for the access road and 4" surface pipeline corridor across BLM managed surface between the Ute Indian Tribe surface boundary and the HCU 7-32F wellsite. The proposed HCU 1-32F2 wellsite and a portion of the access and pipeline corridor are located on Ute Indian Tribe surface and State mineral within the Hill Creek Federal Unit boundary. The federal onsite for the referenced well was completed on September 19, 2005.

The state APD with a federal surface use plan has previously been submitted and is being resubmitted to serve as the plan of development for this application.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY

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NOV 07 2005
DIV. OF OIL, GAS & MINING

FILE COPY

14. I hereby certify that the foregoing is true and correct

Signed Don Hamilton Don Hamilton Title Agent for Dominion Date November 2, 2005

(This space for Federal or State office use)

Approved by _____ Title _____ Date _____
Conditions of approval, if any:

Title 18 U.S.C. Section 1001, makes it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

FORM 9

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

5. LEASE DESIGNATION AND SERIAL NUMBER: ML - 22313-2

SUNDRY NOTICES AND REPORTS ON WELLS

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

7. UNIT or CA AGREEMENT NAME: Hill Creek Unit

1. TYPE OF WELL: OIL WELL ☐ GAS WELL ☑ OTHER

8. WELL NAME and NUMBER: HCU 1-32F2

2. NAME OF OPERATOR: Dominion Exploration & Production, Inc.

9. API NUMBER: 43-047-36441

3. ADDRESS OF OPERATOR: 14000 Quail Springs CITY Oklahoma City STATE OK ZIP 73134

PHONE NUMBER: (405) 749-1300

10. FIELD AND POOL, OR WILDCAT: Natural Buttes

4. LOCATION OF WELL

FOOTAGES AT SURFACE: 889' FNL & 819' FEL

COUNTY: Uintah

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NENE 32 10S 20E

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☑ NOTICE OF INTENT (Submit in Duplicate)	☐ ACIDIZE	☐ DEEPEN	☐ REPERFORATE CURRENT FORMATION
Approximate date work will start:	☐ ALTER CASING	☐ FRACTURE TREAT	☐ SIDETRACK TO REPAIR WELL
	☐ CASING REPAIR	☐ NEW CONSTRUCTION	☐ TEMPORARILY ABANDON
	☐ CHANGE TO PREVIOUS PLANS	☐ OPERATOR CHANGE	☐ TUBING REPAIR
	☐ CHANGE TUBING	☐ PLUG AND ABANDON	☐ VENT OR FLARE
☐ SUBSEQUENT REPORT (Submit Original Form Only)	☐ CHANGE WELL NAME	☐ PLUG BACK	☐ WATER DISPOSAL
Date of work completion:	☐ CHANGE WELL STATUS	☐ PRODUCTION (START/RESUME)	☐ WATER SHUT-OFF
	☐ COMMINGLE PRODUCING FORMATIONS	☐ RECLAMATION OF WELL SITE	☑ OTHER: APD Extension.
	☐ CONVERT WELL TYPE	☐ RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

The State APD for this well expires March 29, 2006. Dominion is hereby requesting a one year extension.

Approved by the
Utah Division of
Oil, Gas and Mining
Date: 03-06-06
By:

COPY SENT TO OPERATOR
Date: 3-15-06
Init: CHD

NAME (PLEASE PRINT) Carla Christian TITLE Regulatory Specialist

SIGNATURE Carla Christian DATE 2/22/2006

(This space for State use only)

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(5/2000) (See Instructions on Reverse Side)

Application for Permit to Drill
Request for Permit Extension
Validation
(this form should accompany the Sundry Notice requesting permit extension)

API: 43-047-36441
Well Name: HCU 1-32F2
Location: Section 32-10S-20E, 889' FNL & 819' FEL
Company Permit Issued to: Dominion Exploration & Production, Inc.
Date Original Permit Issued: 3/29/2005

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.

If located on private land, has the ownership changed, if so, has the surface agreement been updated? Yes☐ No☐

Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? Yes☐ No☑

Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? Yes☐ No☑

Have there been any changes to the access route including ownership, or right-of-way, which could affect the proposed location? Yes☐ No☑

Has the approved source of water for drilling changed? Yes☐ No☑

Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? Yes☐ No☑

Is bonding still in place, which covers this proposed well? Yes☑ No☐

Carla Christian
Signature

2/22/2006
Date

Title: Sr. Regulatory Specialist

Representing: Dominion Exploration & Production, Inc.

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FEB 2 7 2006

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DIVISION OF OIL, GAS AND MINING

SPUDDING INFORMATION

Name of Company: **DOMINION EXPL & PROD INC**

Well Name: **HCU 1-32F2**

Api No: **43-047-36441** Lease Type: **STATE**

Section **32** Township **10S** Range **20E** County **UINTAH**

Drilling Contractor **BILL JR'S** RIG # **6**

SPUDDED:

Date **09/21/06**

Time **7:00 PM**

How **DRY**

Drilling will Commence:

Reported by **PAT WISENER**

Telephone # **(435) 828-1455**

Date 09/25/06 Signed CHD

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

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DIV. OF OIL, GAS & MINING

FORM 6

ENTITY ACTION FORM

Operator: Dominion Exploration & Production, Inc.
Operator Account Number: N 1095
Address: 14000 Quail Springs Parkway, Suite 600
city Oklahoma City
state Ok zip 73134
Phone Number: (405) 749-1300

Well 1

API Number	Well Name	QQ	Sec	Twp	Rng	County
43-047-36441	HCU 1-32F2	NENE	32	10S	20E	Uintah

Action Code	Current Entity Number	New Entity Number	Spud Date	Entity Assignment Effective Date
B	99999	12829	9/21/2006	10/5/06

Comments: MVRD = WSMVD

CONFIDENTIAL

Well 2

API Number	Well Name	QQ	Sec	Twp	Rng	County

Action Code	Current Entity Number	New Entity Number	Spud Date	Entity Assignment Effective Date

Comments:

Well 3

API Number	Well Name	QQ	Sec	Twp	Rng	County

Action Code	Current Entity Number	New Entity Number	Spud Date	Entity Assignment Effective Date

Comments:

ACTION CODES:

- **A** - Establish new entity for new well (single well only)
- **B** - Add new well to existing entity (group or unit well)
- **C** - Re-assign well from one existing entity to another existing entity
- **D** - Re-assign well from one existing entity to a new entity
- **E** - Other (Explain in 'comments' section)

Carla Christian
Name (Please Print)

Carla Christian
Signature

Sr. Regulatory Specialist
Title

9/26/2006
Date

(5/2000)

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

5. LEASE DESIGNATION AND SERIAL NUMBER: ML - 22313-2

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT NAME: Hill Creek Unit

1. TYPE OF WELL: OIL WELL ☐ GAS WELL ☑ OTHER

8. WELL NAME and NUMBER: HCU 1-32F2

CONFIDENTIAL

2. NAME OF OPERATOR: Dominion Exploration & Production, Inc.

9. API NUMBER: 43-047-36441

3. ADDRESS OF OPERATOR: 14000 Quail Springs CITY Oklahoma City STATE OK ZIP 73134

PHONE NUMBER: (405) 749-1300

10. FIELD AND POOL, OR WILDCAT: Natural Buttes

4. LOCATION OF WELL

FOOTAGES AT SURFACE: 889' FNL & 819' FEL

COUNTY: Uintah

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NENE 32 10S 20E

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT (Submit in Duplicate)	☐ ACIDIZE	☐ DEEPEN	☐ REPERFORATE CURRENT FORMATION
Approximate date work will start: _____	☐ ALTER CASING	☐ FRACTURE TREAT	☐ SIDETRACK TO REPAIR WELL
	☐ CASING REPAIR	☐ NEW CONSTRUCTION	☐ TEMPORARILY ABANDON
	☐ CHANGE TO PREVIOUS PLANS	☐ OPERATOR CHANGE	☐ TUBING REPAIR
	☐ CHANGE TUBING	☐ PLUG AND ABANDON	☐ VENT OR FLARE
☑ SUBSEQUENT REPORT (Submit Original Form Only)	☐ CHANGE WELL NAME	☐ PLUG BACK	☐ WATER DISPOSAL
Date of work completion: _____	☐ CHANGE WELL STATUS	☐ PRODUCTION (START/RESUME)	☐ WATER SHUT-OFF
	☐ COMMINGLE PRODUCING FORMATIONS	☐ RECLAMATION OF WELL SITE	☑ OTHER: Spud well
	☐ CONVERT WELL TYPE	☐ RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Spud well 9/21/06. 9/21/06 ran 52 jts. 8 5/8", 32#, J-55, ST&C csg., set @ 2217'. Cemented lead w/250 sks Hi-Fill "V", 11.0 ppg, 3.82 yld., tailed w/200 sks Class "G", 15.8 ppg, 1.15 yld., no returns. Mix & pump thru 200' of 1" 200 sks Class "G" , 15.8 ppg, 1.15 yld, wait 1hr. top off w/50 sks Class "G", 15.8 ppg, 1.15 yld., returned 10 bbls cmt. to pit.

NAME (PLEASE PRINT) Carla Christian TITLE Sr. Regulatory Specialist

SIGNATURE Carla Christian DATE 9/29/2006

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DIV. OF OIL, GAS & MINING

(5/2000) (See Instructions on Reverse Side)

FACSIMILE COVER PAGE

CONFIDENTIAL

To :	**Utah Division of Oil, Gas & Mining**	**From :**	g
Sent :	10/18/2006 at 1:14:30 PM	**Pages :**	2 (including Cover)
Subject :	HCU 1-32F2 T10S R20E S-32 43-047-36441		

RECEIVED

OCT 18 2006

DIV. OF OIL, GAS & MINING

Dominion

WELL CHRONOLOGY REPORT

CONFIDENTIAL

WELL NAME : HCU 1-32F2 Event No: 1

DISTRICT : WESTERN FIELD : NATURAL BUTTES 630 LOCATION : 889' FNL 819' FEL SEC 32 T 10S R 20E

COUNTY & STATE : UINTAH UT CONTRACTOR :

WI % : 100.00 AFE # : 0504236 API # : 43-047-36441 PLAN DEPTH : 8,000 SPUD DATE : 09/21/06

DHC : $629,560 CWC : $716,260 AFE TOTAL : $1,345,820 FORMATION : WASATCH/MESAVERDE

EVENT DC: $626,998.68 EVENT CC: $15,594.00 EVENT TC: $642,592.68 WELL TOTL COST: $664,862

REPORT DATE: 10/11/06 MD : 8,078 TVD : 8,078 DAYS : 6 MW : 8.6 VISC : 26

DAILY : DC : $35,974.00 CC : $0.00 TC : $35,974.00 CUM : DC: $383,652.00 CC : $0.00 TC : $383,652.00

DAILY DETAILS : DRLG FROM 7449' TO 7849'. W/ 18K WOB & 45 RPMS. RIG SERVICE. BOP/FIRE DRILL (40 SECS.) DRLG FROM 7849' TO 7953'. W/ 18K WOB & 45 RPMS. RIG SERVICE. BOP FUNCTION TEST. BOP/FIRE DRILL (5 MINS). DRLG FROM 7953' TO 8078'. TD @ 10:30 PM ON 10-10-2006. CIRCULATE WELL BORE TO A 9.2 & 36/36. PUMP PILL. TOH W/ DRILL STRING & BHA. FOR LOG'S. HOLD SAFTEY MEETING W/ SCHLUMBERGER. RIG UP LOGGERS AND LOG.

REPORT DATE: 10/12/06 MD : 8,081 TVD : 8,081 DAYS : 7 MW : 9.1 VISC : 38

DAILY : DC : $61,721.62 CC : $0.00 TC : $61,721.62 CUM : DC: $445,373.62 CC : $0.00 TC : $445,373.62

DAILY DETAILS : RUN OPEN HOLE LOGS. TIH W/ PIPE, HWDP, DC & BIT. CIRCULATE. TOOH LD DP, HWDP, DC & BIT. RU & RUN CASING.

REPORT DATE: 10/13/06 MD : 8,081 TVD : 8,081 DAYS : 8 MW : VISC :

DAILY : DC : $181,625.06 CC : $0.00 TC : $181,625.06 CUM : DC: $626,998.68 CC : $0.00 TC : $626,998.68

DAILY DETAILS : RUN CASING. RUN 187 JOINTS & ONE 21' JOINT & TWO 10' MARKER JOINTS OF 5.50", 17.0#, MAV-80, LTC, NEW CASING TO 8072.84' KB MD, TOP OF FC @ 8027.03' KB, 0830 HRS 10/12/06. RU HALLIBURTON & CEMENT 5.500" CSG W/ 60 SK OF LEAD CEMENT PREMIUM PLUS V BLEND. ADDITIVES; 16% GEL, .6% EX-1, 3% SALT (BWOC), 1% HR-7, .25# / SK. POLYFLAKE, 10# GILSONITE. WEIGHT (LB/GAL) 11.60, YIELD (CUFT/SK) 3.12, WATER (GAL/SK) 17.83. TAIL CEMENT; 500 SK OF HLC-TYPE V BLEND. ADDITIVES; 65% CEMENT, 35% POZ, 6% GEL, 3% KCL (BWOW), 1% EX-1, .6% HALAD-322, .2% HR-5. WEIGHT (LB/GAL) 13.00, YIELD (CUFT/SK) 1.75, WATER (GAL/SK) 9.06. FINISHED CEMENTING @ 1330 HRS 10/12/2006. CLEAN PITS. RIG RELEASED @ 1730 HRS (5:30 P.M.) 10/12/2006. RIG DOWN RIG.

REPORT DATE: 10/17/06 MD : 8,081 TVD : 8,081 DAYS : 9 MW : VISC :

DAILY : DC : $0.00 CC : $15,594.00 TC : $15,594.00 CUM : DC: $626,998.68 CC : $15,594.00 TC : $642,592.68

DAILY DETAILS : MIRU SCHLUMBER WIRE LINE AND ACTION HOT OIL SERVICE. RUN CMT BOND LOG UNDER 1500# PRESSURE FROM W.L. PBTD @ 8000' KB TO 2870' KB, FOUND CMT TOP @ 3070' KB. POOH W/ WIRE LINE, AND PRESSURE TESTED CSG TO 5000 PSI, HELD GOOD. RIH AND PERFORATED STAGE #1, SHUT WELL IN, RDMO WIRE LINE AND HOT OILIER. WAIT ON FRAC DATE.

FACSIMILE COVER PAGE

To :	**Utah Division of Oil, Gas & Mining**	**From :**	g
Sent :	10/25/2006 at 2:24:38 PM	**Pages :**	3 (including Cover)
Subject :	HCU 1-32F2 43-047-36491 32 10S 20E		

CONFIDENTIAL

Dominion

WELL CHRONOLOGY REPORT

WELL NAME : HCU 1-32F2 Event No: 1

DISTRICT : WESTERN FIELD : NATURAL BUTTES 630 LOCATION : 889' FNL 819' FEL SEC 32 T 10S R 20E

COUNTY & STATE : UINTAH UT CONTRACTOR :

WI % : 100.00 AFE # : 0504236 API # : 43-047-36441 PLAN DEPTH : 8,000 SPUD DATE : 09/21/06

DHC : $629,560 CWC : $716,260 AFE TOTAL : $1,345,820 FORMATION : WASATCH/MESAVERDE

EVENT DC: $626,998.68 EVENT CC: $161,338.00 EVENT TC: $788,336.68 WELL TOTL COST: $810,606

REPORT DATE: 10/19/06 MD : 8,081 TVD : 8,081 DAYS : 10 MW : VISC :

DAILY : DC : $0.00 CC : $145,744.00 TC : $145,744.00 CUM : DC: $626,998.68 CC : $161,338.00 TC : $788,336.68

DAILY DETAILS : 10-18-06 HCU 1-32F2. MIRU SCHLUMBERGER frac equipment, tested lines to 7000 psi. Held safety meeting with all personnel. Quality control on gel & breaker systems with on-site lab was verified. Frac'd Mesa Verde Interval # 1, 7874-80', 3 spf, 7970-72', 4 spf, 7986-94', 3 spf, 53 holes, with 83,855# 20/40 Ottawa sand. Pumped frac at an average rate of 38.1 bpm, using 299 mscf of N2 and 703 bbls of fluid. Average surface treating pressure was 4293 psi with sand concentrations stair stepping from 2.0 ppg to 6.0 ppg.
4895 gallons Pad YF120ST/N2 gel.
2853 gallons YF120ST/N2 pumped @ 2.0 ppg sand concentration.
3523 gallons YF120ST/N2 pumped @ 3.0 ppg sand concentration.

3520 gallons YF120ST/N2 pumped @ 4.0 ppg sand concentration.
3519 gallons YF120ST/N2 pumped @ 5.0 ppg sand concentration.
2765 gallons YF120ST/N2 pumped @ 6.0 ppg sand concentration.

7695 gallons WF110 slick water flush.
Total frac fluid pumped 703 bbls. N2 was cut during flush. Ru wire line, RIH and set 5K frac plug @ 7810'. RIH and perforate interval #2 @ 7578-7603', 7678-83', 2 spf, 62 holes. Fraced interval #2 w/ 81,937# 20/40 Ottawa sand. Pumped frac at an avg rate of 38.1 bpm, using 284.8 mscf of N2 and 645 bbls of fluid. Avg surface treating pressure was 4338 psi w/ sand concentrations stair stepping from 2.0 ppg to 6.0 ppg.
4199 gallons Pad YF120ST/N2 gel.
2855 gallons YF120ST/N2 pumped @ 2.0 ppg sand concentration.
2823 gallons YF120ST/N2 pumped @ 3.0 ppg sand concentration.
2821 gallons YF120ST/N2 pumped @ 4.0 ppg sand concentration.
2819 gallons YF120ST/N2 pumped @ 5.0 ppg sand concentration.
3607 gallons YF120ST/N2 pumped @ 6.0 ppg sand concentration.

7322 gallons WF110 slick water flush.
Total frac fluid pumped 645 bbls. N2 was cut during flush. RIH and set 5K frac plug @ 7030', perforate interval # 3 @ 6844-54', 6 spf, 61 holes. Fraced interval #3 w/ 51,966# 20/40 Ottawa sand. Pumped frac at an avg rate of 28.5 bpm, using 227.2 mscf of N2 and 454 bbls of fluid. Avg surface treating pressure was 3496 psi w/ sand concentrations stair stepping from 2.0 ppg to 6.0 ppg.
2800 gallons Pad YF115ST/N2 gel.
2193 gallons YF115ST/N2 pumped @ 2.0 ppg sand concentration.
2117 gallons YF115ST/N2 pumped @ 3.0 ppg sand concentration.

2810 gallons YF115ST/N2 pumped @ 4.0 ppg sand concentration.

2882 gallons YF115ST/N2 pumped @ 6.0 ppg sand concentration.
4842 gallons WF110/N2 slick water flush.
Total frac fluid pumped 454 bbls. N2 was not cut during flush. Opened well to the pit on a 12/64 choke. Turned well over to production.

REPORT DATE: 10/20/06 MD : 8,081 TVD : 8,081 DAYS : 11 MW : VISC :

DAILY : DC : $0.00 CC : $0.00 TC : $0.00 CUM : DC: $626,998.68 CC : $161,338.00 TC : $788,336.68

DAILY DETAILS : FLOW REPORT OPEN WELL UP CSG TO PIT ON 12/64 CHOKE @ 12:30 PM FCP 3300 PSI, TOTAL FRAC FLUID PUMPED1802 BBLS. WELL TO PIT ON 12/64 CHOKE FCP 300 RECOVERED 950 BBLS FRAC FLUID CHANGE CHOKE TO 18/64 & LEFT TO PIT.

WELL CHRONOLOGY REPORT

WELL NAME : HCU 1-32F2 Event No: 1

DISTRICT : WESTERN FIELD : NATURAL BUTTES 630 LOCATION : 889' FNL 819' FEL SEC 32 T 10S R 20E

COUNTY & STATE : UINTAH UT CONTRACTOR :

WI % : 100.00 AFE # : 0504236 API # : 43-047-36441 PLAN DEPTH : 8,000 SPUD DATE : 09/21/06

DHC : $629,560 CWC : $716,260 AFE TOTAL : $1,345,820 FORMATION : WASATCH/MESAVERDE

EVENT DC: $626,998.68 EVENT CC: $161,338.00 EVENT TC: $788,336.68 WELL TOTL COST: $810,606

REPORT DATE: 10/21/06 MD : 8,081 TVD : 8,081 DAYS : 12 MW : VISC :

DAILY : DC : $0.00 CC : $0.00 TC : $0.00 CUM : DC: $626,998.68 CC : $161,338.00 TC : $788,336.68

DAILY DETAILS : FLOW REPORT WELL TO PIT ON 18/64 CHOKE FCP 700, RECOVERED 600 BBLS FRAC FLUID RU FLOWLINE TURN TO SALES.

REPORT DATE: 10/22/06 MD : 8,081 TVD : 8,081 DAYS : 13 MW : VISC :

DAILY : DC : $0.00 CC : $0.00 TC : $0.00 CUM : DC: $626,998.68 CC : $161,338.00 TC : $788,336.68

DAILY DETAILS : FLOW REPORT 11 HRS. PRD. MADE 337 MCF, FCP 1375, SLP 142, 0 OIL, 60 WTR. 16/64 CHOKE OPEN WELL TO 20/64 CHOKE.

REPORT DATE: 10/23/06 MD : 8,081 TVD : 8,081 DAYS : 14 MW : VISC :

DAILY : DC : $0.00 CC : $0.00 TC : $0.00 CUM : DC: $626,998.68 CC : $161,338.00 TC : $788,336.68

DAILY DETAILS : FLOW REPORT 24 HRS. PRD. MADE 1268 MCF, FCP 1268, SLP 140, 20 OIL, 140 WTR. 20/64 CHOKE LEFT WELL SAME.

REPORT DATE: 10/24/06 MD : 8,081 TVD : 8,081 DAYS : 15 MW : VISC :

DAILY : DC : $0.00 CC : $0.00 TC : $0.00 CUM : DC: $626,998.68 CC : $161,338.00 TC : $788,336.68

DAILY DETAILS : WELL FLOWING UP CSG TO SALES MADE, 1438 MCF, FCP 904, SLP 134, 15 BBLS OIL, 114 BBLS WTR, 20/64 CHOKE

REPORT DATE: 10/25/06 MD : 8,081 TVD : 8,081 DAYS : 16 MW : VISC :

DAILY : DC : $0.00 CC : $0.00 TC : $0.00 CUM : DC: $626,998.68 CC : $161,338.00 TC : $788,336.68

DAILY DETAILS : WELL FLOWING UP CSG TO SALES MADE 1485 MCF, FCP 880, SLP 150, 10 BBLS OIL, 87 BBLS WTR ON 20/64 CHOKE

FACSIMILE COVER PAGE

To :	**Utah Division of Oil, Gas & Mining**	**From :**	g
Sent :	11/2/2006 at 2:48:20 PM	**Pages :**	2 (including Cover)
Subject :	HCU 1-32F2 T10S R20E S-32 43-047-36441		

CONFIDENTIAL

Dominion

WELL CHRONOLOGY REPORT

CONFIDENTIAL

WELL NAME : HCU 1-32F2 Event No: 1

DISTRICT : WESTERN FIELD : NATURAL BUTTES 630 LOCATION : 889' FNL 819' FEL SEC 32 T 10S R 20E

COUNTY & STATE : UINTAH UT CONTRACTOR :

WI % : 100.00 AFE # : 0504236 API # : 43-047-36441 PLAN DEPTH : 8,000 SPUD DATE : 09/21/06

DHC : $629,560 CWC : $716,260 AFE TOTAL : $1,345,820 FORMATION : WASATCH/MESAVERDE

EVENT DC: $626,998.68 EVENT CC: $161,338.00 EVENT TC: $788,336.68 WELL TOTL COST: $921,982

REPORT DATE: 10/25/06 MD : 8,081 TVD : 8,081 DAYS : 16 MW : VISC :

DAILY : DC : $0.00 CC : $0.00 TC : $0.00 CUM : DC: $626,998.68 CC : $161,338.00 TC : $788,336.68

DAILY DETAILS : WELL FLOWING UP CSG TO SALES MADE 1485 MCF, FCP 880, SLP 150, 10 BBLS OIL, 87 BBLS WTR ON 20/64 CHOKE

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NOV 0 2 2006

DIV. OF OIL, GAS & MINING

FORM 9

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

CONFIDENTIAL

5. LEASE DESIGNATION AND SERIAL NUMBER: ML - 22313-2

SUNDRY NOTICES AND REPORTS ON WELLS

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

7. UNIT or CA AGREEMENT NAME: Hill Creek Unit

1. TYPE OF WELL: OIL WELL ☐ GAS WELL ☑ OTHER _____

8. WELL NAME and NUMBER: HCU 1-32F2

2. NAME OF OPERATOR: Dominion Exploration & Production, Inc.

9. API NUMBER: 43-047-36441

3. ADDRESS OF OPERATOR: 14000 Quail Springs CITY Oklahoma City STATE OK ZIP 73134

PHONE NUMBER: (405) 749-5237

10. FIELD AND POOL, OR WILDCAT: Natural Buttes

4. LOCATION OF WELL

FOOTAGES AT SURFACE: 889' FNL & 819' FEL

COUNTY: Uintah

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NENE 32 10S 20E

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT (Submit in Duplicate)	☐ ACIDIZE	☐ DEEPEN	☐ REPERFORATE CURRENT FORMATION
Approximate date work will start: _____	☐ ALTER CASING	☐ FRACTURE TREAT	☐ SIDETRACK TO REPAIR WELL
	☐ CASING REPAIR	☐ NEW CONSTRUCTION	☐ TEMPORARILY ABANDON
	☐ CHANGE TO PREVIOUS PLANS	☐ OPERATOR CHANGE	☐ TUBING REPAIR
	☐ CHANGE TUBING	☐ PLUG AND ABANDON	☐ VENT OR FLARE
☑ SUBSEQUENT REPORT (Submit Original Form Only)	☐ CHANGE WELL NAME	☐ PLUG BACK	☐ WATER DISPOSAL
Date of work completion:	☐ CHANGE WELL STATUS	☐ PRODUCTION (START/RESUME)	☐ WATER SHUT-OFF
	☐ COMMINGLE PRODUCING FORMATIONS	☐ RECLAMATION OF WELL SITE	☑ OTHER: First Sales
_____	☐ CONVERT WELL TYPE	☐ RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

10/12/06 - Ran 187 jts, 5 1/2", 17.0#, MAV-80, LT&C csg, set @ 8073'. Cemented lead w/60 sks of Premium Plus V, 11.6 ppg,3.12 yield, tailed w/500 sks HCL-Type V, 13.0 ppg, 1.75 yield. Clean pits, released rig. 10/18/06 - Per'd & Frac'd well. 10/20/06 - First Sales.

NAME (PLEASE PRINT) Barbara Lester TITLE Regulatory Specialist

SIGNATURE Barbara Lester DATE 11/7/2006

(This space for State use only)

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NOV 16 2006
DIV. OF OIL, GAS & MINING

(5/2000) (See Instructions on Reverse Side)

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

CONFIDENTIAL

AMENDED REPORT ☐ (highlight changes)

FORM 8

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

5. LEASE DESIGNATION AND SERIAL NUMBER: ML-22313-2

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

1a. TYPE OF WELL: OIL WELL ☐ GAS WELL ☑ DRY ☐ OTHER

7. UNIT or CA AGREEMENT NAME: Hill Creek Unit

b. TYPE OF WORK: NEW WELL ☑ HORIZ. LATS. ☐ DEEP-EN ☐ RE-ENTRY ☐ DIFF. RESVR. ☐ OTHER

8. WELL NAME and NUMBER: HCU 1-32F2

2. NAME OF OPERATOR: Dominion Exploration & Production, Inc.

9. API NUMBER: 43-047-36441

3. ADDRESS OF OPERATOR: 14000 Quail Springs Pkwy, STE 600 CITY Oklahoma City STATE OK ZIP 73170

PHONE NUMBER: (405) 749-5237

10 FIELD AND POOL, OR WILDCAT: Natural Buttes

4. LOCATION OF WELL (FOOTAGES)
AT SURFACE: 889' FNL & 819' FEL
AT TOP PRODUCING INTERVAL REPORTED BELOW:
AT TOTAL DEPTH:

11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: NENE 32 10S 20E

12. COUNTY: Uintah

13. STATE: UTAH

14. DATE SPUDDED: 9/21/2006

15. DATE T.D. REACHED: 10/10/2006

16. DATE COMPLETED: 10/20/2006 ABANDONED ☐ READY TO PRODUCE ☑

17. ELEVATIONS (DF, RKB, RT, GL): 5233'

18. TOTAL DEPTH: MD 8,081 TVD

19. PLUG BACK T.D.: MD 8,000 TVD

20. IF MULTIPLE COMPLETIONS, HOW MANY? *

21. DEPTH BRIDGE PLUG SET: MD TVD

22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each)
Platform Express Lithodensity/Compensated Neutron
High Resolution Laterolog Array, Cement Bond , GR / CCL

23.
WAS WELL CORED? NO ☑ YES ☐ (Submit analysis)
WAS DST RUN? NO ☑ YES ☐ (Submit report)
DIRECTIONAL SURVEY? NO ☑ YES ☐ (Submit copy)

24. CASING AND LINER RECORD (Report all strings set in well)

HOLE SIZE	SIZE/GRADE	WEIGHT (#/ft.)	TOP (MD)	BOTTOM (MD)	STAGE CEMENTER DEPTH	CEMENT TYPE & NO. OF SACKS	SLURRY VOLUME (BBL)	CEMENT TOP **	AMOUNT PULLED
12-1/4"	8-5/8" J-55	32#	Surface	2,217		700 sks		Circ	
7-7/8"	5-1/2" M-80	17#	Surface	8,073		560 sks		CBL 3070'	

25. TUBING RECORD

SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
2-3/8"	7,925							

26. PRODUCING INTERVALS

FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)
(A) See Attachment				
(B)				
(C)				
(D)				

27. PERFORATION RECORD

INTERVAL (Top/Bot - MD)	SIZE	NO. HOLES	PERFORATION STATUS
			Open ☐ Squeezed ☐
			Open ☐ Squeezed ☐
			Open ☐ Squeezed ☐
			Open ☐ Squeezed ☐

28. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC.

DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
See Attachment	

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FEB 05 2007
DIV. OF OIL, GAS & MINING

29. ENCLOSED ATTACHMENTS:
☑ ELECTRICAL/MECHANICAL LOGS ☐ GEOLOGIC REPORT ☐ DST REPORT ☐ DIRECTIONAL SURVEY
☐ SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION ☐ CORE ANALYSIS ☐ OTHER:

30. WELL STATUS: Producing

(5/2000)

(CONTINUED ON BACK)

31. INITIAL PRODUCTION — **INTERVAL A (As shown in Item #26)**

DATE FIRST PRODUCED:	TEST DATE:	HOURS TESTED:	TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
10/20/2006	1/20/2007	24		1	869	25	Flowing

CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:
48	267	600			878,000		1	869	25	Producing

INTERVAL B (As shown in Item #26)

DATE FIRST PRODUCED:	TEST DATE:	HOURS TESTED:	TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:

CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

INTERVAL C (As shown in Item #26)

DATE FIRST PRODUCED:	TEST DATE:	HOURS TESTED:	TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:

CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

INTERVAL D (As shown in Item #26)

DATE FIRST PRODUCED:	TEST DATE:	HOURS TESTED:	TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:

CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

32. DISPOSITION OF GAS (Sold, Used for Fuel, Vented, Etc.)

Sold

33. SUMMARY OF POROUS ZONES (Include Aquifers):

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

Formation	Top (MD)	Bottom (MD)	Descriptions, Contents, etc.

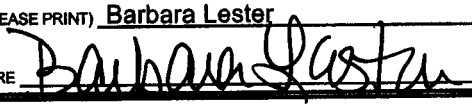
34. FORMATION (Log) MARKERS:

Name	Top (Measured Depth)
Wasatch Tongue	3,818
Uteland Limestone	4,165
Wasatch	4,311
Chapita Wells	5,156
Uteland Buttes	6,378
Mesaverde	7,186

35. ADDITIONAL REMARKS (Include plugging procedure)

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records.

NAME (PLEASE PRINT) Barbara Lester TITLE Regulatory Specialist

SIGNATURE  DATE 1/30/2007

This report must be submitted within 30 days of

- completing or plugging a new well
- drilling horizontal laterals from an existing well bore
- recompleting to a different producing formation
- reentering a previously plugged and abandoned well
- significantly deepening an existing well bore below the previous bottom-hole depth
- drilling hydrocarbon exploratory holes, such as core samples and stratigraphic tests

* ITEM 20: Show the number of completions if production is measured separately from two or more formations.

** ITEM 24: Cement Top – Show how reported top(s) of cement were determined (circulated (CIR), calculated (CAL), cement bond log (CBL), temperature survey (TS)).

Send to: Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801

Phone: 801-538-5340

Fax: 801-359-3940

(5/2000)

HCU 1-32F2
PERFORATIONS & FRACS

Interval #1	Mersaverde	7874 - 80	
		7970 - 72	
		7986 - 94	53 holes

Frac w/83,855# 20/40 Ottawa sd., w/299 mscf of N2 and 703 bbls of YF120ST

Interval #2	Mesaverde	7578 - 7603	
		7678 - 83	62 holes

Frac w/81,937# 20/40 Ottawa sd., w/284.8 mscf of N2 and 645 bbls of YF120ST

Interval #3	Wasatch	6844 - 54	61 holes

Frac w/51,966# 20/40 Ottawa sd., w/227.2 mscf of N2 & 454 bbls of YF115ST

Division of Oil, Gas and Mining

OPERATOR CHANGE WORKSHEET

ROUTING
1. DJJ
2. CDW

X - Change of Operator (Well Sold) Operator Name Change/Merger

The operator of the well(s) listed below has changed, effective: **7/1/2007**

FROM: (Old Operator):	**TO:** (New Operator):
N1095-Dominion Exploration & Production, Inc	N2615-XTO Energy Inc
14000 Quail Springs Parkway, Suite 600	810 Houston St
Oklahoma City, OK 73134	Fort Worth, TX 76102
Phone: 1 (405) 749-1300	Phone: 1 (817) 870-2800

CA No. **Unit:** **HILL CREEK**

WELL NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
SEE ATTACHED LIST								

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

1. (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 8/6/2007
2. (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 8/6/2007
3. The new company was checked on the **Department of Commerce, Division of Corporations Database on:** 8/6/2007
4a. Is the new operator registered in the State of Utah: Business Number: 5655506-0143
4b. If **NO**, the operator was contacted contacted on:
5a. (R649-9-2)Waste Management Plan has been received on: IN PLACE
5b. Inspections of LA PA state/fee well sites complete on: n/a
5c. Reports current for Production/Disposition & Sundries on: ok
6. **Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM BIA
7. **Federal and Indian Units:** The BLM or BIA has approved the successor of unit operator for wells listed on:
8. **Federal and Indian Communization Agreements ("CA"):** The BLM or BIA has approved the operator for all wells listed within a CA on:
9. **Underground Injection Control ("UIC")** The Division has approved UIC Form 5, **Transfer of Authority to Inject,** for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on:

DATA ENTRY:

1. Changes entered in the **Oil and Gas Database on:** 9/27/2007
2. Changes have been entered on the **Monthly Operator Change Spread Sheet on:** 9/27/2007
3. Bond information entered in RBDMS on: 9/27/2007
4. Fee/State wells attached to bond in RBDMS on: 9/27/2007
5. Injection Projects to new operator in RBDMS on: 9/27/2007
6. Receipt of Acceptance of Drilling Procedures for APD/New on: 9/27/2007

BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: UTB000138
2. Indian well(s) covered by Bond Number: n/a
3a. (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number 104312762
3b. The **FORMER** operator has requested a release of liability from their bond on: 1/23/2008
The Division sent response by letter on:

LEASE INTEREST OWNER NOTIFICATION:

4. (R649-2-10) The **NEW** operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on:

COMMENTS:

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

5. LEASE DESIGNATION AND SERIAL NUMBER:

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT NAME:

1. TYPE OF WELL: OIL WELL ☐ GAS WELL ☑ OTHER

8. WELL NAME and NUMBER: SEE ATTACHED

2. NAME OF OPERATOR: XTO Energy Inc. N2615

9. API NUMBER: SEE ATTACHED

3. ADDRESS OF OPERATOR: 810 Houston Street CITY Fort Worth STATE TX ZIP 76102

PHONE NUMBER: (817) 870-2800

10. FIELD AND POOL, OR WILDCAT: Natural Buttes

4. LOCATION OF WELL

FOOTAGES AT SURFACE: SEE ATTACHED

COUNTY: Uintah

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☑ NOTICE OF INTENT (Submit in Duplicate)	☐ ACIDIZE	☐ DEEPEN	☐ REPERFORATE CURRENT FORMATION
Approximate date work will start:	☐ ALTER CASING	☐ FRACTURE TREAT	☐ SIDETRACK TO REPAIR WELL
	☐ CASING REPAIR	☐ NEW CONSTRUCTION	☐ TEMPORARILY ABANDON
	☐ CHANGE TO PREVIOUS PLANS	☑ OPERATOR CHANGE	☐ TUBING REPAIR
	☐ CHANGE TUBING	☐ PLUG AND ABANDON	☐ VENT OR FLARE
☐ SUBSEQUENT REPORT (Submit Original Form Only)	☐ CHANGE WELL NAME	☐ PLUG BACK	☐ WATER DISPOSAL
Date of work completion:	☐ CHANGE WELL STATUS	☐ PRODUCTION (START/RESUME)	☐ WATER SHUT-OFF
	☐ COMMINGLE PRODUCING FORMATIONS	☐ RECLAMATION OF WELL SITE	☐ OTHER:
	☐ CONVERT WELL TYPE	☐ RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Effective July 1, 2007, XTO Energy Inc. has purchased the wells listed on the attachment from:

Dominion Exploration & Production, Inc.
14000 Quail Springs Parkway, Suite 600
Oklahoma City, OK 73134
N1095

James D Abercrombie (405) 749-1300
James D. Abercrombie
Sr. Vice President, General Manager - Western Business Unit

Please be advised that XTO Energy Inc. is considered to be the operator on the attached list and is responsible under the terms and conditions of the lease for the operations conducted upon the lease lands. Bond coverage is provided by Nationwide BLM Bond #104312750 and Department of Natural Resources Bond #104312762.

NAME (PLEASE PRINT) Edwin S. Ryan, Jr. TITLE Sr. Vice President - Land Administration

SIGNATURE Edwin S Ryan, Jr DATE 7/31/2007

(This space for State use only)

APPROVED 9/27/07
Earlene Russell
Division of Oil, Gas and Mining
Earlene Russell, Engineering Technician

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AUG 06 2007
DIV. OF OIL, GAS & MINING

(5/2000) (See Instructions on Reverse Side)

N1095 DOMINION E and P, INC. to N2615 XTO ENERGY, INC.

api	well_name	qtr_qtr	sec	twp	rng	lease_num	entity	Lease	well	stat
4304731522	FEDERAL 1-29	SWNW	29	100S	200E	U-28203	12829	Federal	GW	P
4304731601	HILLCREEK FED 1-30	NWSW	30	100S	200E	U-30693	12829	Federal	GW	P
4304731675	HILL CREEK FED 1-27	SENW	27	100S	200E	U-29784	12829	Federal	GW	P
4304733671	HCU 1-28F	NENE	28	100S	200E	14-20-H62-4783	12829	Indian	GW	S
4304733672	HCU 1-29F	NENE	29	100S	200E	U-28203	12829	Federal	GW	P
4304733673	HCU 2-30F	NWNE	30	100S	200E	UTU-29784	12829	Federal	GW	P
4304733688	HCU 3-28F	NENW	28	100S	200E	U-28203	12829	Federal	GW	P
4304733689	HCU 3-29F	NENW	29	100S	200E	U-28203	12829	Federal	GW	P
4304733713	HCU 3-30F	NWNW	30	100S	200E	UTU-30693	12829	Federal	GW	P
4304733835	HCU 5-30F	SWNW	30	100S	200E	U-30693	12829	Federal	GW	P
4304733836	HCU 6-30F	SENW	30	100S	200E	U-30693	12829	Federal	GW	P
4304733964	HCU 8-30F	SENE	30	100S	200E	UTU-29784	12829	Federal	GW	P
4304733965	HCU 11-30F	NESW	30	100S	200E	U-30693	12829	Federal	GW	P
4304733966	HCU 13-30F	SWSW	30	100S	200E	U-30693	12829	Federal	GW	P
4304734045	HCU 5-28F	SWNW	28	100S	200E	U-28203	12829	Federal	GW	P
4304734046	HCU 7-29F	SWNE	29	100S	200E	U-28203	12829	Federal	GW	P
4304734223	HCU 9-29F	NESE	29	100S	200E	U-28203	12829	Federal	GW	P
4304734298	HCU 3-31F	NWNW	31	100S	200E	UTU-30693	12829	Federal	GW	P
4304734299	HCU 5-31F	SWNW	31	100S	200E	UTU-30693	12829	Federal	GW	P
4304734300	HCU 7-31F	SENW	31	100S	200E	UTU-30693	12829	Federal	GW	P
4304734316	HCU 2-27F	NWNE	27	100S	200E	UTU-79130	12829	Federal	GW	P
4304734351	HCU 8-27F	SENE	27	100S	200E	UTU-79130	12829	Federal	GW	P
4304734352	HCU 11-31F	NWSW	31	100S	200E	UTU-30693	12829	Federal	GW	P
4304734353	HCU 13-31F	SWSW	31	100S	200E	UTU-30693	12829	Federal	GW	P
4304734853	HCU 1-33F	NENE	33	100S	200E	14-20-H62-4782	12829	Indian	GW	P
4304734854	HCU 3-34F	NENW	34	100S	200E	U-28203	12829	Federal	GW	P
4304734913	HCU 1-27F	NENE	27	100S	200E	U-79130	12829	Federal	GW	P
4304734914	HCU 3-27F	NENW	27	100S	200E	U-79130	12829	Federal	GW	P
4304734915	HCU 7-27F	SWNE	27	100S	200E	U-79130	12829	Federal	GW	S
4304734916	HCU 10-27F	NWSE	27	100S	200E	U-79130	12829	Federal	GW	P
4304734917	HCU 14-30F	SWSW	30	100S	200E	U-30693	12829	Federal	GW	P
4304734918	HCU 15-30F	SWSE	30	100S	200E	U-29784	12829	Federal	GW	P
4304734919	HCU 2-31F	NWNE	31	100S	200E	U-30693	12829	Federal	GW	P
4304734920	HCU 6-31F	SWNW	31	100S	200E	U-30693	12829	Federal	GW	P
4304734921	HCU 4-31F	NWNW	31	100S	200E	U-30693	12829	Federal	GW	P
4304735130	HCU 11-27F	NESW	27	100S	200E	U-29784	12829	Federal	GW	P
4304735131	HCU 2-29F	NWNE	29	100S	200E	U-28203	12829	Federal	GW	P
4304735132	HCU 9-30F	NESE	30	100S	200E	U-29784	12829	Federal	GW	P
4304735133	HCU 10-30F	NWSE	30	100S	200E	U-29784	12829	Federal	GW	P
4304735134	HCU 1-31F	NENE	31	100S	200E	U-36903	12829	Federal	GW	P
4304735135	HCU 12-31F	NWSW	31	100S	200E	U-30693	12829	Federal	GW	P
4304735137	HCU 2-33F	NENE	33	100S	200E	U-28203	12829	Federal	GW	P
4304735139	HCU 5-34F	NENW	34	100S	200E	U-28203	12829	Federal	GW	P
4304735154	HCU 13-27F	NESW	27	100S	200E	U-29784	12829	Federal	GW	P
4304735230	HCU 8-33F	SENE	33	100S	200E	14-20-H62-4782	12829	Indian	GW	P
4304735307	HCU 6-29F	SENW	29	100S	200E	U-28203	12829	Federal	GW	P
4304735470	HCU 11-29F	NESW	29	100S	200E	U-28203	12829	Federal	GW	P
4304735471	HCU 10-29F	NWSE	29	100S	200E	U-28203	12829	Federal	GW	P

N1095 DOMINION E and P, INC. to N2615 XTO ENERGY, INC.

api	well_name	qtr_qtr	sec	twp	rng	lease_num	entity	Lease	well	stat
4304735507	HCU 12-29FA	NESW	29	100S	200E	U-28203	12829	Federal	GW	DRL
4304735724	HCU 16-27F	SESE	27	100S	200E	U-79130	12829	Federal	GW	P
4304735725	HCU 9-27F	NESE	27	100S	200E	U-79130	12829	Federal	GW	P
4304735726	HCU 15-27F	SWSE	27	100S	200E	U-79130	12829	Federal	GW	P
4304735727	HCU 9-34F	NESE	34	100S	200E	U-79130	12829	Federal	GW	P
4304735728	HCU 7-34F	SWNE	34	100S	200E	U-79130	12829	Federal	GW	P
4304735832	HCU 9-33F	NESE	33	100S	200E	U-28203	12829	Federal	GW	P
4304735833	HCU 16-33F	SESE	33	100S	200E	U-28203	12829	Federal	GW	P
4304735835	HCU 11-34F	NESW	34	100S	200E	U-28203	12829	Federal	GW	P
4304735836	HCU 12-34F	NWSW	34	100S	200E	U-28203	12829	Federal	GW	P
4304735837	HCU 13-34F	SWSW	34	100S	200E	U-28203	12829	Federal	GW	P
4304735838	HCU 15-34F	SWSE	34	100S	200E	U-79130	12829	Federal	GW	P
4304735875	HCU 14-34F	SWSE	34	100S	200E	U-79130	12829	Federal	GW	P
4304735934	HCU 8-31F	SENE	31	100S	200E	U-30693	12829	Federal	GW	P
4304735935	HCU 10-31F	NWSE	31	100S	200E	U-30693	12829	Federal	GW	P
4304735936	HCU 9-31F	NWSE	31	100S	200E	U-30693	12829	Federal	GW	P
4304735939	HCU 16-28F	SESE	28	100S	200E	U-28203	12829	Federal	GW	P
4304735940	HCU 6-34F	SENW	34	100S	200E	U-28203	12829	Federal	GW	P
4304735996	HCU 16-34F	SESE	34	100S	200E	U-79130	12829	Federal	GW	P
4304736046	HCU 14-31F	SWSW	31	100S	200E	U-30693	12829	Federal	GW	P
4304736251	HCU 16-30F	NESE	30	100S	200E	U-29784	12829	Federal	GW	P
4304736319	HCU 10-28F	NWSE	28	100S	200E	U-28203	12829	Federal	GW	P
4304736320	HCU 13-28F	SWSW	28	100S	200E	U-28203	12829	Federal	GW	P
4304736321	HCU 14-28F	SESW	28	100S	200E	U-28203	12829	Federal	GW	P
4304736437	HCU 5-27F	SWNW	27	100S	200E	U-29784	12829	Federal	GW	DRL
4304736438	HCU 4-27F	SWNW	27	100S	200E	U-29784	12829	Federal	GW	DRL
4304736439	HCU 11-28F	NESW	28	100S	200E	U-28203	12829	Federal	GW	P
4304736440	HCU 5-30F2	SWNW	30	100S	200E	U-30693	12829	Federal	GW	DRL
4304736601	HCU 5-33F	SWNW	33	100S	200E	U-28203	12829	Federal	GW	P
4304736602	HCU 12-33F	NWSW	33	100S	200E	U-28203	12829	Federal	GW	P
4304736603	HCU 6-28F	SENW	28	100S	200E	U-28203	12829	Federal	GW	S
4304736604	HCU 12-28F	NWSW	28	100S	200E	U-28203	12829	Federal	GW	P
4304736685	HCU 13-33F	SWSW	33	100S	200E	U-28203	12829	Federal	GW	P
4304736846	HCU 9-28F	NESE	28	100S	200E	14-20-H62-4781	12829	Indian	GW	P
4304736847	HCU 8-28F	SENE	28	100S	200E	14-20-H62-4783	12829	Indian	GW	P
4304736848	HCU 7-28F	SWNE	28	100S	200E	U-28203	12829	Federal	GW	P
4304736849	HCU 1-34F	NENE	34	100S	200E	U-79130	12829	Federal	GW	P
4304736852	HCU 14-27F	NESW	27	100S	200E	U-29784	12829	Federal	GW	DRL
4304736853	HCU 16-29F	SESE	29	100S	200E	U-28203	12829	Federal	GW	P
4304737060	HCU 4-33F	NWNW	33	100S	200E	U-28203	12829	Federal	GW	P
4304737202	HCU 6-33F	SENW	33	100S	200E	U-28203	12829	Federal	GW	P
4304737203	HCU 3-33F	NWNE	33	100S	200E	U-28203	12829	Federal	OW	P
4304737204	HCU 15-28F	NWNE	33	100S	200E	14-20-H62-4781	12829	Indian	OW	P
4304737284	HCU 7-30F	SENE	30	100S	200E	U-29784	99999	Federal	OW	DRL
4304737340	HCU 5-29F	SWNW	29	100S	200E	U-28203	12829	Federal	GW	P
4304737360	HCU 11-33F	NWSW	33	100S	200E	U-28203	12829	Federal	GW	P
4304737424	HCU 12-27F	NESW	27	100S	200E	U-29784	12829	Federal	OW	DRL
4304737425	HCU 14-29F	SWSW	29	100S	200E	U-28203	12829	Federal	GW	P

N1095 DOMINION E and P, INC. to N2615 XTO ENERGY, INC.

api	well_name	qtr_qtr	sec	twp	rng	lease_num	entity	Lease	well	stat
4304737426	HCU 13-29F	SWSW	29	100S	200E	U-28203	12829	Federal	GW	P
4304737427	HCU 8-29F	NESE	29	100S	200E	U-28203	12829	Federal	GW	P
4304737445	HCU 8-34F	SENE	34	100S	200E	U-79130	12829	Federal	OW	S
4304737446	HCU 2-34F	NWNE	34	100S	200E	U-79130	12829	Federal	OW	DRL
4304737447	HCU 7-33F	SENE	33	100S	200E	U-28203	12829	Federal	OW	DRL
4304737570	HCU 10-33F	NWSE	33	100S	200E	14-20-H62-4782	12829	Indian	GW	P
4304737749	HCU 4-28F	NENW	28	100S	200E	U-28203	99999	Federal	GW	DRL
4304737750	HCU 14-33F	SWSE	33	100S	200E	U-028203	12829	Federal	GW	DRL
4304731560	HILL CREEK ST 1-32	SENW	32	100S	200E	ML-22313	12829	State	GW	P
4304734852	HCU 4-32F	NWNW	32	100S	200E	ML-22313-2	12829	State	GW	P
4304735136	HCU 5-32F	SWNW	32	100S	200E	ML-22313-2	12829	State	GW	P
4304735870	HCU 13-32F	NESE	31	100S	200E	ML-22313-2		State	GW	LA
4304735871	HCU 12-32F	NESE	31	100S	200E	ML-22313-2		State	GW	LA
4304735872	HCU 14-32F	SESW	32	100S	200E	ML-22313-2	12829	State	GW	P
4304735873	HCU 3-32F	NENW	32	100S	200E	ML-22313-2	12829	State	GW	DRL
4304735874	HCU 11-32F	SENW	32	100S	200E	ML-22313-2	12829	State	D	PA
4304736322	HCU 16-32F	SESE	32	100S	200E	ML-22313-2	12829	State	GW	P
4304736323	HCU 9-32F	NESE	32	100S	200E	ML-22313-2	12829	State	GW	P
4304736324	HCU 8-32F	SENE	32	100S	200E	ML-22313-2	12829	State	GW	P
4304736441	HCU 1-32F2	NENE	32	100S	200E	ML-22313-2	12829	State	GW	P
4304736684	HCU 7-32F	SENE	32	100S	200E	ML-22313-2	12829	State	GW	P

United States Department of the Interior

BUREAU OF LAND MANAGEMENT
Utah State Office
P.O. Box 45155
Salt Lake City, UT 84145-0155

TAKE PRIDE IN AMERICA

IN REPLY REFER TO
3180
UT-922

Dominion Exploration & Production, Inc.
Attn: James D. Abercrombie
14000 Quail Springs Parkway, #600
Oklahoma City, OK 73134-2600

August 10, 2007

Re: Hill Creek Unit
Uintah County, Utah

Gentlemen:

On August 8, 2007, we received an indenture dated June 30, 2007, whereby Dominion Exploration & Production, Inc. resigned as Unit Operator and XTO Energy Inc. was designated as Successor Unit Operator for the Hill Creek Unit, Uintah County, Utah.

This indenture was executed by all required parties and the signatory parties have complied with Sections 5 and 6 of the unit agreement. The instrument is hereby approved effective August 15, 2007. In approving this designation, the Authorized Officer neither warrants nor certifies that the designated party has obtained all required approval that would entitle it to conduct operations under the Hill Creek Unit Agreement.

Your statewide oil and gas Bond No. UTB000138 will be used to cover all operations within the River Bend Unit.

It is requested that you notify all interested parties of the change in unit operator. Copies of the approved instruments are being distributed to the appropriate federal offices, with one copy returned herewith.

Sincerely,

/s/ Greg J. Noble

Greg J. Noble
Acting Chief, Branch of Fluid Minerals

Enclosure

API Well No: 43047364410000

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

5.LEASE DESIGNATION AND SERIAL NUMBER: ML-22313-2

6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE

7.UNIT or CA AGREEMENT NAME: HILL CREEK

1. TYPE OF WELL Gas Well

8. WELL NAME and NUMBER: HCU 1-32F2

2. NAME OF OPERATOR: XTO ENERGY INC

9. API NUMBER: 43047364410000

3. ADDRESS OF OPERATOR: 382 Road 3100 , Aztec, NM, 87410

PHONE NUMBER: 505 333-3159 Ext

9. FIELD and POOL or WILDCAT: NATURAL BUTTES

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 0889 FNL 0819 FEL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENE Section: 32 Township: 10.0S Range: 20.0E Meridian: S

COUNTY: UINTAH

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
✓ NOTICE OF INTENT Approximate date work will start: 4/14/2010	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
☐ SPUD REPORT Date of Spud:	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ DRILLING REPORT Report Date:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	✓ OTHER	OTHER: RAISE CEMENT TOP

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

XTO Energy Inc. received verbal approval on 04/13/2010 from Ryan Angus (Vernal BLM) at 10:40am and Dustin Doucet (UDOGM) to raise the cement top and perform a cement squeeze on this well. Please see the attached procedure along with XTO's Verbal Approval Form for the details.

Approved by the Utah Division of Oil, Gas and Mining

Date: April 15, 2010

By: Dustin K Doucet

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Barbara Nicol	505 333-3642	Regulatory Compliance Tech
SIGNATURE N/A		**DATE** 4/13/2010

RECEIVED April 13, 2010

April 13, 2010
Raise Cement Top
HCU 1-32F2
Sec 32-T10S-R20E

Wellbore Details:

8 5/8" 32#	2217'
5 ½" 17# MAV 80	8073'
Perfs:	6844'-7994'
Cement Top:	3070' (Bond Log)
Top of fill:	8024'

Procedure:

1) Round trip bit & scraper to clean out scale (complete)
2) TIH w/ RBP, set @ ±3330'. Test to 500 PSI. Spot 8'-10' sand
3) Shoot 4-squeeze holes @ ±3045'. RD wireline unit, establish circulation and note rate & pressure down 5 ½" casing and up 5 ½" x 8 5/8" casing with water.
4) TIH w/ squeeze packer (tension type) on 2 3/8" tubing and set at 2600' (445' above sqz holes). Test annulus to 500 PSI.
5) MIRU cementers and establish injection rate through squeeze perfs. Pump 30 BBL mud flush, then mix and pump 200 sx 50/50 poz mix containing 8% gel, 10% gypsum, ¼# sx super flake, and 2% CaCl mixed at 12.5 ppg (2.04 cuft/sx), followed by 100 sx class G containing 2% CaCl mixed at 15.8 ppg (1.15 cuft/sx). Note: CaCl percentage may be changed based on injection rate and pressure. Contact Tom Boyce before changing CaCl percentage.
6) Displace cement top to 2945'. Calculated volume with packer at 2600' is 18 BBL. SI tubing and WOC overnight.
7) TOH, LD packer and PU drilling tools. Drill out squeeze and test to 500 PSI. If test does not hold, consider resqueeze. If test is good, POH, PU retrieving tools and recover BP.
8) Proceed w/ scale clean out.

RECEIVED April 13, 2010

XTO
Verbal Approval Form

Well Name	Well #	API #	County/State	XTO Employee Requesting Verbal Approval
Hill Creek Unit	1-32F2	43-047-36441	Uintah, UT	Tom Boyce

Detailed Description of Proposed Action Requiring Verbal Approval

Raise primary cement top:

Shoot squeeze holes @ 3046'. Set RBP @ 3330', Sqz packer @ 2600'
Circulate to surface up 8⅝" Surface Casing
Mix & pump 200 sx 50/50 poz mix, 8% gel, 10% gypsum ¼ # Sx Superflake and 100 Sx Class G neat Cement. WOC
Drill out & test Sqz, return to production

Name of Agency	Verbal Approval Given By	Date/Time of Verbal Approval	COA's
Bureau of Land Mgmt	Ryan Angus	4/13/2010 10:40	CBL to new top
Utah Oil & Gas	Dustin Doucet	4/13/2010	Submit Sundry intent

Is Pit Permit C144-CLEZ Required? (NM only)	Verbal Pit Approval Given By	Date/Time of Pit Verbal Approval	COA's

RECEIVED April 13, 2010

API Well No: 43047364410000

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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PHONE NUMBER: 505 333-3159 Ext

9. FIELD and POOL or WILDCAT: NATURAL BUTTES

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 0889 FNL 0819 FEL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENE Section: 32 Township: 10.0S Range: 20.0E Meridian: S

COUNTY: UINTAH

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT Approximate date work will start:	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
✓ SUBSEQUENT REPORT Date of Work Completion: 4/23/2010	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
☐ SPUD REPORT Date of Spud:	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ DRILLING REPORT Report Date:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	✓ OTHER	OTHER: RAISE CMT TOP & CO

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

XTO Energy Inc. raised the cement top and cleaned out this well per the attached summary report.

Accepted by the Utah Division of Oil, Gas and Mining
FOR RECORD ONLY
April 27, 2010

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Barbara Nicol	505 333-3642	Regulatory Compliance Tech
SIGNATURE N/A		**DATE** 4/27/2010

RECEIVED April 27, 2010

EXECUTIVE SUMMARY REPORT

4/6/2010 - 4/27/2010
Report run on 4/27/2010 at 9:58 AM

Hill Creek Unit 01-32F2

Section 32-10S-20E, Uintah, Utah, Roosevelt

4/12/2010 First report for well maint/Clean Out. WA/MV perfs fr/6,846' - 7,994'. PBTD @ 8,040'. MIRU TWS rig #2. Bd well. ND WH. NU BOP. LD donut tbg hgr. PU & TIH w/4 jts 2-3/8" tbg. Tgd fill @ 8,030' (10' abv PBTD). LD 1 jt 2-3/8" tbg. Dropd 2-3/8" tbg brush w/70' SL tail dwn tbg. TOH w/261 jts 2-3/8" tbg, 2-3/8" SN & 1/2 of BRS. Brush hung up @ 7,040', then fell, rec BHBS w/SV & tbg brush @ SN. Tbg showed hvy external sc BU, up to 1/2" fr/6,910' - 7,034' & lt sc fr/7,034' - EOT @ 7,925', inside tbg cln, sent smpl in for anal. TIH w/4-3/4" rock tooth bit, 5-1/2" csg scr, 2-3/8" SN & 224 jts 2-3/8" tbg. EOT @ 6,806'. Used 0 bbls trtd 2% KCl wtr to cntrl well today. SWI & SDFN.

========== Hill Creek Unit 01-32F2 ==========

4/13/2010 Bd well. Cont to TIH w/CO BHA, tgd @ 8,024', no sc BU felt thru perfs. TOH w/tbg, LD CO BHA. PU and TIH w/Weatherford 5-1/2" TS RBP. Set RBP @ 3,330' FS, spot 2 sks of sd on top of plg. TOH w/tbg, and LD ret tl. Received verbal approval on 4-13-10 fr/ Ryan Angus, BLM and Dustin Doucet, Utah O & G. Notified BLM field rep- Jamie Sparger (435-828-3913) & State of Utah rep- Dave Hackford (435-722-7589) to proceed w/cmt ops to raise TOC. PT RBP to 500 psig w/75 bbls of trtd 2% KCL wtr, gd tst. MIRU WLU. RIH w/3-1/8" csg gun loaded w/22 gm chrgs. Perf 5-1/2" csg w/4 - 0.41" sqz holes @ 3,045' FS. POH & LD csg gun. RDMO WLU. EIR dwn 5-1/2" csg and up surface csg of 4-1/2 bpm @ 300 psig, estab full circ after 6 bbls. TIH w/5-1/2" pkr & 102 jts 2-3/8" tbg. Set 5-1/2" pkr below squeeze perfs @ 3,131'. PT tbg and RBP to 1,500 psig, gd tst. Rls press and TOH w/PKR to 2,614'. SWI & SDFN.

========== Hill Creek Unit 01-32F2 ==========

4/14/2010 MIRU Pro Petro cmt crew. W/pkr set @ 2,614', pressured TCA to 500 psig. Estb circ dwn tbg & up 8-5/8" surf csg. EIR of 4-1/2 BPM @ 800 psig thru sqz holes @ 3045'. Ppd dwn tbg & retd thru 5-1/2" x 8-5/8" ann w/30 bbls mud flush, 200 sx lead cmt 50-50 pos w/adds 8% gel, 10% gypsum, 1/4#/sx super flake &.2% CACI accelerator (12.5 ppg, 2.04 cu ft/sk yield), follow w/100 sx class "G" cmt w/2% CACI accelerator (15.8 ppg, 1.15 cu ft/sk yield). Displ w/18 BFW wtr flush. No cmt recd @ surf, full returns during job. ISIP 1,100 psig. SWI & RDMO cmt crew. SDFN.

========== Hill Creek Unit 01-32F2 ==========

4/15/2010 Rlsd 5-1/2" pkr @ 2,614'. TOH w/tbg & LD pkr. TIH w/4-3/4" bit & 100 jts 2-3/8" tbg. Tgd TOC @ 2,932'. RU pwr swivel & estb circ w/rig pmp. DO 153' of cmt to 3,085' & fell thru. Circ cln. PTsqz holes @ 3045' to 500 psig for 15", gd tst. Rlsd press, TIH, tgd sd @ 3,316', CO 10' of sd to RBP @ 3,326'. Circ well cln. TOH w/tbg & LD bit. MIRU Casedhole Solutions WLU. RIH w/CBL/GR/CCL log fr/3,188' - 900' FS, found TOC @ 1,930'. POH & LD WL tls. RDMO WLU. TIH w/RBP retrv tl and 108 jts of 2-3/8" tbg. EOT @ 3,294'. SWI & SDFN.

========== Hill Creek Unit 01-32F2 ==========

4/16/2010 PU 1 jt tbg, estab circ w/rig pmp. CO 3' of fill to RBP @ 3,326'. Rls plg and TOH, LD RBP. TIH w/2-3/8" mule shoe col, 2-3/8" SN & 261 jts 2-3/8", 4.7#, J-55, EUE, 8rd tbg. RU swb tls. RIH w/ XTO's 1.90" tbg broach to SN @ 7,926', no ti spts. POH & LD broach. Drpd SV & PT tbg to 1,500 psig, gd tst. RIH w/sd line latch and retrv SV. RD swb tls. ND BOP. NU WH. Ld tbg w/donut tbg hgr w/SN @ 7,926'. EOT @ 7,928'. PBTD @ 8,000', Perfs fr/6,844' - 7,994'. MIRU Frac Tech, tstd surf equip to 4,500 psig, gd tst. Pmp 750 gal 15% HCL ac w/adds dwn tbg, flshd w/31 bbls of trtd 2% KCL wtr. SI tbg, and let ac soak for 1 hr. Pmp 100 bbls of trtd 2% KCL wtr dwn csg & SWI. Ac: 15% HCL containing 10g/1000g FE 200 and 6g/1000g FE 100l iron chelants, 20g/1000g EGBME mutual solvent, 5g/1000g MA844, and 8g/1000g CI-350 for 48 hr corrosion protection, Mxd 55 gal Nalco EC 6652A sc inhib in ac. SWI & SDFWE.

========== Hill Creek Unit 01-32F2 ==========

4/19/2010 SN @ 7,926'. EOT @ 7,928'. PBTD @ 8,000', Perfs fr/6,844' - 7,994'. RU swb tls. BFL 4,400' FS. S. 0 BO, 95 BLW, 26 runs, 9.5 hrs. FFL 6,200' FS, SICP 375 psig, black wtr ph 7, w/lt sediment. RD swb tls. SWI. SDFN

========== Hill Creek Unit 01-32F2 ==========

4/20/2010 RU swb tls. BFL 5,300' FS. S. 0 BO, 91 BLW, 26 runs, 9.5 hrs. FFL 7,100' FS, SICP 500 psig, gray wtr, ph 7, had lt gas blow on tbg ea run after run #15. RD swb tls. SWI. RDMO TWS rig #2. Rpts suspnd turn well over to prod dept for SU.

========== Hill Creek Unit 01-32F2 ==========

4/21/2010 MIRU Tech Swabbing SWU. Bd well. RU swb tls & RIH. SN @ 7,926'. BFL @ 5,700' FS. S. 0 BO, 25 BW, 8 runs. SWI SDFN

========== Hill Creek Unit 01-32F2 ==========

4/22/2010 Tech Swabbing SWU. Bd well. RU swb tls & RIH. SN @ 7,926'. BFL @ 5,700' FS. S. 0 BO, 30 BW, 10 runs. SWI SDFN

========== Hill Creek Unit 01-32F2 ==========

4/23/2010 Tech Swabbing SWU. Bd well. RU swb tls & RIH. SN @ 7,926'. BFL @ 6,000' FS. S. 0 BO, 6 BW, 2 runs. 6 hrs, FFL 6,000' FS, KO Well FLWG, SITP 500 psig, SICP 560 psig. RWTP @ 2:00 p.m., 4/23/2010. RDMO Tech Swabbing SWU. Final report begin test data.

API Well No: 43047364410000

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

5.LEASE DESIGNATION AND SERIAL NUMBER: ML-22313-2

6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE

7.UNIT or CA AGREEMENT NAME: HILL CREEK

1. TYPE OF WELL Gas Well

8. WELL NAME and NUMBER: HCU 1-32F2

2. NAME OF OPERATOR: XTO ENERGY INC

9. API NUMBER: 43047364410000

3. ADDRESS OF OPERATOR: 382 Road 3100 , Aztec, NM, 87410

PHONE NUMBER: 505 333-3159 Ext

9. FIELD and POOL or WILDCAT: NATURAL BUTTES

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 0889 FNL 0819 FEL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENE Section: 32 Township: 10.0S Range: 20.0E Meridian: S

COUNTY: UINTAH

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
✓ NOTICE OF INTENT Approximate date work will start: 4/14/2010	☐ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
☐ SUBSEQUENT REPORT Date of Work Completion:	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
☐ SPUD REPORT Date of Spud:	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ DRILLING REPORT Report Date:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	✓ OTHER	OTHER: RAISE CEMENT TOP

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

XTO Energy Inc. received verbal approval on 04/13/2010 from Ryan Angus (Vernal BLM) at 10:40am and Dustin Doucet (UDOGM) to raise the cement top and perform a cement squeeze on this well. Please see the attached procedure along with XTO's Verbal Approval Form for the details.

Approved by the Utah Division of Oil, Gas and Mining

Date: April 15, 2010

By: Dustin K Doucet

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Barbara Nicol	505 333-3642	Regulatory Compliance Tech
SIGNATURE N/A		**DATE** 4/13/2010

RECEIVED April 13, 2010

April 13, 2010
Raise Cement Top
HCU 1-32F2
Sec 32-T10S-R20E

Wellbore Details:

8 5/8" 32#	2217'
5 ½" 17# MAV 80	8073'
Perfs:	6844'-7994'
Cement Top:	3070' (Bond Log)
Top of fill:	8024'

Procedure:

1) Round trip bit & scraper to clean out scale (complete)
2) TIH w/ RBP, set @ ±3330'. Test to 500 PSI. Spot 8'-10' sand
3) Shoot 4-squeeze holes @ ±3045'. RD wireline unit, establish circulation and note rate & pressure down 5 ½" casing and up 5 ½" x 8 5/8" casing with water.
4) TIH w/ squeeze packer (tension type) on 2 3/8" tubing and set at 2600' (445' above sqz holes). Test annulus to 500 PSI.
5) MIRU cementers and establish injection rate through squeeze perfs. Pump 30 BBL mud flush, then mix and pump 200 sx 50/50 poz mix containing 8% gel, 10% gypsum, ¼# sx super flake, and 2% CaCl mixed at 12.5 ppg (2.04 cuft/sx), followed by 100 sx class G containing 2% CaCl mixed at 15.8 ppg (1.15 cuft/sx). Note: CaCl percentage may be changed based on injection rate and pressure. Contact Tom Boyce before changing CaCl percentage.
6) Displace cement top to 2945'. Calculated volume with packer at 2600' is 18 BBL. SI tubing and WOC overnight.
7) TOH, LD packer and PU drilling tools. Drill out squeeze and test to 500 PSI. If test does not hold, consider resqueeze. If test is good, POH, PU retrieving tools and recover BP.
8) Proceed w/ scale clean out.

RECEIVED April 13, 2010

XTO
Verbal Approval Form

Well Name	Well #	API #	County/State	XTO Employee Requesting Verbal Approval
Hill Creek Unit	1-32F2	43-047-36441	Uintah, UT	Tom Boyce

Detailed Description of Proposed Action Requiring Verbal Approval

Raise primary cement top:

Shoot squeeze holes @ 3046'. Set RBP @ 3330', Sqz packer @ 2600'
Circulate to surface up 8⅝" Surface Casing
Mix & pump 200 sx 50/50 poz mix, 8% gel, 10% gypsum ¼ # Sx Superflake and 100 Sx Class G neat Cement. WOC
Drill out & test Sqz, return to production

Name of Agency	Verbal Approval Given By	Date/Time of Verbal Approval	COA's
Bureau of Land Mgmt	Ryan Angus	4/13/2010 10:40	CBL to new top
Utah Oil & Gas	Dustin Doucet	4/13/2010	Submit Sundry intent

Is Pit Permit C144-CLEZ Required? (NM only)	Verbal Pit Approval Given By	Date/Time of Pit Verbal Approval	COA's

RECEIVED April 13, 2010

API Well No: 43047364410000

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

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	☐ WILDCAT WELL DETERMINATION	✓ OTHER	OTHER: RAISE CMT TOP & CO

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

XTO Energy Inc. raised the cement top and cleaned out this well per the attached summary report.

Accepted by the Utah Division of Oil, Gas and Mining
FOR RECORD ONLY
April 27, 2010

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Barbara Nicol	505 333-3642	Regulatory Compliance Tech
SIGNATURE N/A		**DATE** 4/27/2010

RECEIVED April 27, 2010

EXECUTIVE SUMMARY REPORT

4/6/2010 - 4/27/2010
Report run on 4/27/2010 at 9:58 AM

Hill Creek Unit 01-32F2

Section 32-10S-20E, Uintah, Utah, Roosevelt

4/12/2010 First report for well maint/Clean Out. WA/MV perfs fr/6,846' - 7,994'. PBTD @ 8,040'. MIRU TWS rig #2. Bd well. ND WH. NU BOP. LD donut tbg hgr. PU & TIH w/4 jts 2-3/8" tbg. Tgd fill @ 8,030' (10' abv PBTD). LD 1 jt 2-3/8" tbg. Dropd 2-3/8" tbg brush w/70' SL tail dwn tbg. TOH w/261 jts 2-3/8" tbg, 2-3/8" SN & 1/2 of BRS. Brush hung up @ 7,040', then fell, rec BHBS w/SV & tbg brush @ SN. Tbg showed hvy external sc BU, up to 1/2" fr/6,910' - 7,034' & lt sc fr/7,034' - EOT @ 7,925', inside tbg cln, sent smpl in for anal. TIH w/4-3/4" rock tooth bit, 5-1/2" csg scr, 2-3/8" SN & 224 jts 2-3/8" tbg. EOT @ 6,806'. Used 0 bbls trtd 2% KCl wtr to cntrl well today. SWI & SDFN.

========== Hill Creek Unit 01-32F2 ==========

4/13/2010 Bd well. Cont to TIH w/CO BHA, tgd @ 8,024', no sc BU felt thru perfs. TOH w/tbg, LD CO BHA. PU and TIH w/Weatherford 5-1/2" TS RBP. Set RBP @ 3,330' FS, spot 2 sks of sd on top of plg. TOH w/tbg, and LD ret tl. Received verbal approval on 4-13-10 fr/ Ryan Angus, BLM and Dustin Doucet, Utah O & G. Notified BLM field rep- Jamie Sparger (435-828-3913) & State of Utah rep- Dave Hackford (435-722-7589) to proceed w/cmt ops to raise TOC. PT RBP to 500 psig w/75 bbls of trtd 2% KCL wtr, gd tst. MIRU WLU. RIH w/3-1/8" csg gun loaded w/22 gm chrgs. Perf 5-1/2" csg w/4 - 0.41" sqz holes @ 3,045' FS. POH & LD csg gun. RDMO WLU. EIR dwn 5-1/2" csg and up surface csg of 4-1/2 bpm @ 300 psig, estab full circ after 6 bbls. TIH w/5-1/2" pkr & 102 jts 2-3/8" tbg. Set 5-1/2" pkr below squeeze perfs @ 3,131'. PT tbg and RBP to 1,500 psig, gd tst. Rls press and TOH w/PKR to 2,614'. SWI & SDFN.

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4/14/2010 MIRU Pro Petro cmt crew. W/pkr set @ 2,614', pressured TCA to 500 psig. Estb circ dwn tbg & up 8-5/8" surf csg. EIR of 4-1/2 BPM @ 800 psig thru sqz holes @ 3045'. Ppd dwn tbg & retd thru 5-1/2" x 8-5/8" ann w/30 bbls mud flush, 200 sx lead cmt 50-50 pos w/adds 8% gel, 10% gypsum, 1/4#/sx super flake &.2% CACI accelerator (12.5 ppg, 2.04 cu ft/sk yield), follow w/100 sx class "G" cmt w/2% CACI accelerator (15.8 ppg, 1.15 cu ft/sk yield). Displ w/18 BFW wtr flush. No cmt recd @ surf, full returns during job. ISIP 1,100 psig. SWI & RDMO cmt crew. SDFN.

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4/15/2010 Rlsd 5-1/2" pkr @ 2,614'. TOH w/tbg & LD pkr. TIH w/4-3/4" bit & 100 jts 2-3/8" tbg. Tgd TOC @ 2,932'. RU pwr swivel & estb circ w/rig pmp. DO 153' of cmt to 3,085' & fell thru. Circ cln. PTsqz holes @ 3045' to 500 psig for 15", gd tst. Rlsd press, TIH, tgd sd @ 3,316', CO 10' of sd to RBP @ 3,326'. Circ well cln. TOH w/tbg & LD bit. MIRU Casedhole Solutions WLU. RIH w/CBL/GR/CCL log fr/3,188' - 900' FS, found TOC @ 1,930'. POH & LD WL tls. RDMO WLU. TIH w/RBP retrv tl and 108 jts of 2-3/8" tbg. EOT @ 3,294'. SWI & SDFN.

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43-047-36441
32 10S 20E

EXECUTIVE SUMMARY REPORT
4/6/2010 - 4/27/2010
Report run on 4/27/2010 at 9:58 AM

RECEIVED
MAY 26 2010
DIV. OF OIL, GAS & MINING

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4/20/2010 RU swb tls. BFL 5,300' FS. S. 0 BO, 91 BLW, 26 runs, 9.5 hrs. FFL 7,100' FS, SICP 500 psig, gray wtr, ph 7, had lt gas blow on tbg ea run after run #15. RD swb tls. SWI. RDMO TWS rig #2. Rpts suspnd turn well over to prod dept for SU.

Hill Creek Unit 01-32F2

4/21/2010 MIRU Tech Swabbing SWU. Bd well. RU swb tls & RIH. SN @ 7,926'. BFL @ 5,700' FS. S. 0 BO, 25 BW, 8 runs. SWI SDFN

Hill Creek Unit 01-32F2

4/22/2010 Tech Swabbing SWU. Bd well. RU swb tls & RIH. SN @ 7,926'. BFL @ 5,700' FS. S. 0 BO, 30 BW, 10 runs. SWI SDFN

Hill Creek Unit 01-32F2

4/23/2010 Tech Swabbing SWU. Bd well. RU swb tls & RIH. SN @ 7,926'. BFL @ 6,000' FS. S. 0 BO, 6 BW, 2 runs. 6 hrs, FFL 6,000' FS, KO Well FLWG, SITP 500 psig, SICP 560 psig. RWTP @ 2:00 p.m., 4/23/2010. RDMO Tech Swabbing SWU. Final report begin test data.

RECEIVED April 27, 2010

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS, AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

5.LEASE DESIGNATION AND SERIAL NUMBER: ML-22313-2

6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE

7.UNIT or CA AGREEMENT NAME: HILL CREEK

1. TYPE OF WELL Gas Well

8. WELL NAME and NUMBER: HCU 1-32F2

2. NAME OF OPERATOR: XTO ENERGY INC

9. API NUMBER: 43047364410000

3. ADDRESS OF OPERATOR: PO Box 6501 , Englewood, CO, 80155

PHONE NUMBER: 303 397-3727 Ext

9. FIELD and POOL or WILDCAT: NATURAL BUTTES

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 0889 FNL 0819 FEL
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NENE Section: 32 Township: 10.0S Range: 20.0E Meridian: S

COUNTY: UINTAH

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
☐ NOTICE OF INTENT Approximate date work will start:	☑ ACIDIZE	☐ ALTER CASING	☐ CASING REPAIR
☑ SUBSEQUENT REPORT Date of Work Completion: 5/29/2014	☐ CHANGE TO PREVIOUS PLANS	☐ CHANGE TUBING	☐ CHANGE WELL NAME
☐ SPUD REPORT Date of Spud:	☐ CHANGE WELL STATUS	☐ COMMINGLE PRODUCING FORMATIONS	☐ CONVERT WELL TYPE
☐ DRILLING REPORT Report Date:	☐ DEEPEN	☐ FRACTURE TREAT	☐ NEW CONSTRUCTION
	☐ OPERATOR CHANGE	☐ PLUG AND ABANDON	☐ PLUG BACK
	☐ PRODUCTION START OR RESUME	☐ RECLAMATION OF WELL SITE	☐ RECOMPLETE DIFFERENT FORMATION
	☐ REPERFORATE CURRENT FORMATION	☐ SIDETRACK TO REPAIR WELL	☐ TEMPORARY ABANDON
	☐ TUBING REPAIR	☐ VENT OR FLARE	☐ WATER DISPOSAL
	☐ WATER SHUTOFF	☐ SI TA STATUS EXTENSION	☐ APD EXTENSION
	☐ WILDCAT WELL DETERMINATION	☐ OTHER	OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

XTO Energy Inc. performed an acid treatment on this well per the attached summary report.

Accepted by the Utah Division of Oil, Gas and Mining
FOR RECORD ONLY
July 18, 2014

NAME (PLEASE PRINT)	PHONE NUMBER	TITLE
Barbara Nicol	303-397-3736	Regulatory Analyst
SIGNATURE N/A		**DATE** 6/27/2014

RECEIVED: Jun. 27, 2014

Hill Creek Unit 01-32F2

5/6/2014: MIRU SLU. RIH w/2" JDC. Tgd @ SN. POH. Rec Dual Pad plngr. RIH w/2" JDC. Rec BHBS w/SV @ 7,945'. RIH w/1.50" BB. Tgd @ 8,024'. POH. RIH w/Scratcher. Tgd @ SN. POH. RIH w/1.903" broach. Tgd @ SN. POH. Leave equipment out for acid job. RDMO SLU.

5/7/2014: MIRU acid crew. NU to tbg. PT line to 2,500 psig, gd tst. Pmp 250 gal 15% HCL ac w/adds, flshd w/30 bbl TFW. Avg tbg 100 psig. ISIP 0 psig. ND fr tbg. NU to csg. PT line to 2,500 psig, gd tst. Pmp 500 gal 15% HCL ac w/adds, flshd w/100 bbls TFW. Avg csg 300 psig. ISIP 0 psig. ND fr csg. SWI for ac soak. RDMO acid crew

5/8/2014: MIRU C & S Swabbing SWU. BD tbg to prod tk. RU swb tls & RIH. BFL @ 6,400' FS. S. 0 BO, 27 BW, 13 runs (8 hrs). FFL @ 7,400' FS. SITP 0 psig. SICP 180 psig.

5/9/2014: RU swb tls & RIH. BFL @ 7,000' FS. S. 0 BO, 21 BW, 13 runs (8 hrs). FFL @ 7,600' FS. SITP 60 psig. SICP 250 psig.

5/12/2014: RU swb tls & RIH. BFL @ 6,500' FS. S. 0 BO, 28 BW, 11 runs (8 hrs). FFL @ 7,800' FS. SITP 0 psig. SICP 210 psig.

5/13/2014: RU swb tls & RIH. BFL @ 7,000' FS. S. 0 BO, 18 BW, 10 runs (8 hrs). FFL @ 7,200' FS. SITP 0 psig. SICP 200 psig.

5/14/2014: RU swb tls & RIH. BFL @ 7,100' FS. S. 0 BO, 18 BW, 10 runs (8 hrs). FFL @ 7,600' FS. SITP 90 psig. SICP 180 psig. KO Well FLWG, died over night.

5/15/2014: RU swb tls & RIH. BFL @ 7,100' FS. S. 0 BO, 26 BW, 13 runs (8 hrs). FFL @ 7,700' FS. SITP 30 psig. SICP 150 psig. KO Well FLWG, died over night.

5/16/2014: RU swb tls & RIH. BFL @ 7,400' FS. S. 0 BO, 6 BW, 4 runs (8 hrs). FFL @ 7,600' FS. SITP 200 psig. SICP 220 psig. KO Well FLWG, died over weekend.

5/19/2014: RU swb tls & RIH. BFL @ 6,800' FS. S. 0 BO, 6 BW, 4 runs (5 hrs). FFL @ 7,600' FS. SITP 145 psig. SICP 195 psig. KO Well FLWG, died over night.

5/20/2014: RU swb tls & RIH. BFL @ 7,000' FS. S. 0 BO, 611 BW, 8 runs (7 hrs). FFL @ 7,600' FS. SITP 145 psig. SICP 195 psig. KO Well FLWG, Shut well in overnight 24 hr pressure build up.

5/28/2014: MIRU SWU. BD tbg to prod tk. RU swb tls & RIH. BFL @ 7,000' FS. S. 0 BO, 17 BW, 9 runs (7 hrs). FFL @ 7,600' FS. SITP 90 psig. SICP 155 psig. KO Well FLWG, Shut well in overnight 24 hr pressure build up.

5/29/2014: RU swb tls & RIH. BFL @ 6,800' FS. S. 0 BO, 7 BW, 3 runs (5 hrs). FFL @ 7,200' FS. Well KO flwg. SITP 210 psig, SICP 245 psig. Dropd IPS dual pad plngr & SWI for 240". Cycld plngr to surf & RWTP 05/29/2014. RDMO SWU.

==========Hill Creek Unit 01-32F2==========

RECEIVED: Jun. 27, 2014